

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT ☐  
(highlight changes)

APPLICATION FOR PERMIT TO DRILL

**CONFIDENTIAL**

1A. TYPE OF WORK: DRILL <input checked="" type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/>		5. MINERAL LEASE NO: <b>FEE</b>	6. SURFACE: Fee
B. TYPE OF WELL: OIL <input checked="" type="checkbox"/> GAS <input type="checkbox"/> OTHER _____ SINGLE ZONE <input checked="" type="checkbox"/> MULTIPLE ZONE <input type="checkbox"/>		7. IF INDIAN, ALLOTTEE OR TRIBE NAME:	
2. NAME OF OPERATOR: Enerplus Resources (USA) Corporation		8. UNIT or CA AGREEMENT NAME:	
3. ADDRESS OF OPERATOR: 1700 Lincoln St., #1300 CITY Denver STATE CO ZIP 80203-4513		9. WELL NAME and NUMBER: Windy Ridge-Livsey 25-15	
PHONE NUMBER: (720) 279-5500		10. FIELD AND POOL, OR WILDCAT: Undesignated	
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 1129' FSL & 1697' FEL of Section 25-T2S-R1W Uintah County AT PROPOSED PRODUCING ZONE: Same as surface location		11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSE 25 2S 1W USBM	
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: 2.5 miles southeast of Roosevelt		12. COUNTY: Uintah	13. STATE: UTAH
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET) 1129' FSL	16. NUMBER OF ACRES IN LEASE: 560	17. NUMBER OF ACRES ASSIGNED TO THIS WELL: 640+/-	
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET) First well in this section	19. PROPOSED DEPTH: 11,500	20. BOND DESCRIPTION: Surety Bond	
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): 5004'	22. APPROXIMATE DATE WORK WILL START: 10/19/2009	23. ESTIMATED DURATION: 90 days	

24.

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT	SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT
17.5"	13.375" H40 48	100	Class G 150 sacks 1.20 15.6
12.25"	9.625" J55 36	2,400	\ See Details Attached Drlg. Proc.
8.75"	7" N80 29	9,220	/ See Details Attached Drlg. Proc.
6.125"	5" N80 18	11,500	PremLiteHighStrength 110 sacks 1.89 13.0

25.

ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES:

- |                                                                                                |                                                                                              |
|------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER | <input checked="" type="checkbox"/> COMPLETE DRILLING PLAN                                   |
| <input type="checkbox"/> EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER        | <input type="checkbox"/> FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER |

NAME (PLEASE PRINT) Charles B. Wiley

TITLE Senior Engineering Advisor 972-618-4760

SIGNATURE

*Charles B. Wiley*

DATE 8/10/2009

Approved by the

Utah Division of  
Oil, Gas and Mining

API NUMBER ASSIGNED:

43047-40605

APPROVAL:

Date:

10-26-09

By:

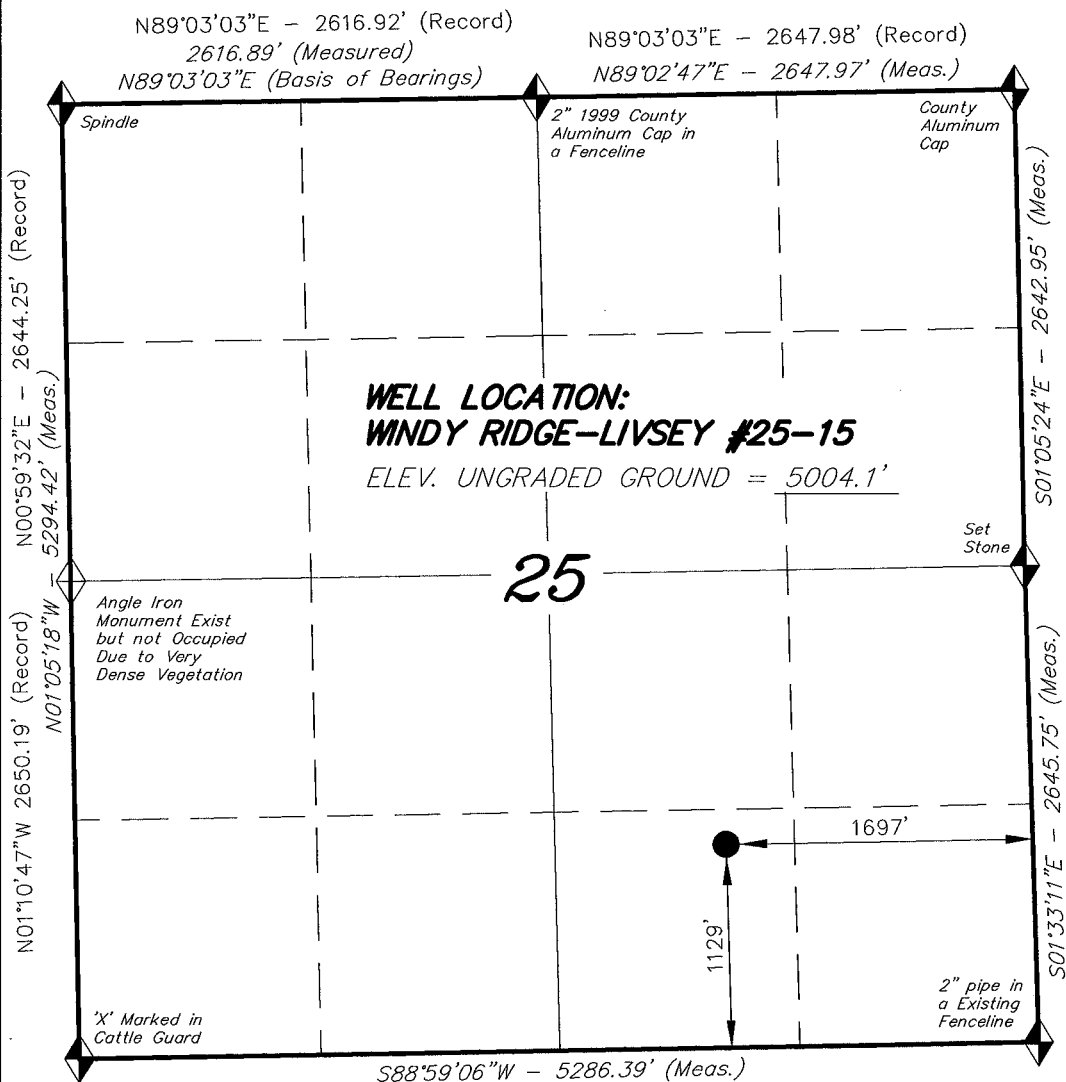
*[Signature]*

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AUG 24 2009

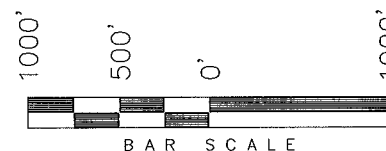
DIV. OF OIL, GAS & MINING

# T2S, R1W, U.S.B.&M.



## ENERPLUS RESOURCES (USA) CORP.

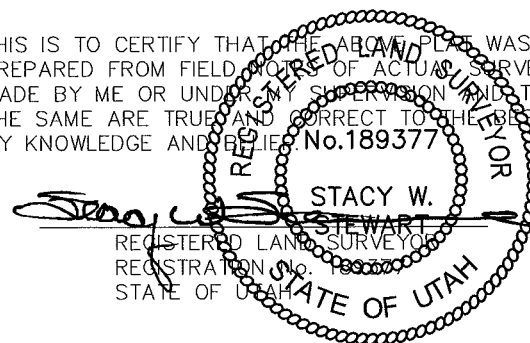
WELL LOCATION, WINDY RIDGE-LIVSEY #25-15, LOCATED AS SHOWN IN THE SW 1/4 SE 1/4 OF SECTION 25, T2S, R1W, U.S.B.&M. UINTAH COUNTY, UTAH.



### NOTES:

1. Bearings for the North and West lines of the Section are Based on the Uintah County 1999 Ballard City Breakdown.
2. Bearings for the South and East lines are taken from G.P.S. Observations.

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF. No.189377



## TRI STATE LAND SURVEYING & CONSULTING

180 NORTH VERNAL AVE. - VERNAL, UTAH 84078  
(435) 781-2501

DATE SURVEYED: 07-20-09	SURVEYED BY: PAUL
DATE DRAWN: 07-22-09	DRAWN BY: F.T.M.
REVISED:	SCALE: 1" = 1000'

◆ = SECTION CORNERS LOCATED

BASIS OF ELEV;  
U.S.G.S. 7-1/2 min QUAD (ROOSEVELT)

WINDY RIDGE-LIVSEY #25-15  
(Surface Location) NAD 83  
LATITUDE = 40° 16' 34.99"  
LONGITUDE = 109° 56' 27.76"

# **ENERPLUS RESOURCES (USA) CORPORATION**

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**Charles B. Wiley**  
Senior Engineering Advisor

August 10, 2009

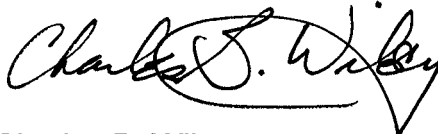
Utah Division of Oil, Gas and Mining  
1594 West North Temple, Suite 1210  
Box 145801  
Salt Lake City, Utah 84114-5801

Re: Windy Ridge-Livsey 25-15 APD  
SW SE Section 25-T2S-R1W  
Uintah County, Utah

Gentlemen:

Enclosed you will find a Form 3 application for the above referenced well. Enerplus requests that all information pertaining to this well be held strictly confidential. Please contact me at 972-618-4760 if you have any questions or need additional information.

Sincerely,



Charles B. Wiley  
Senior Engineering Advisor

**RECEIVED**

**AUG 24 2009**

**DIV. OF OIL, GAS & MINING**

**Location**

**API #TBD**

**Permit # TBD**

Surface SW SE 1129' FSL, 1697' FEL Sec. 25-T2S-R1W

TD: 11,500' MD, 11,500' TVD

Uintah County, Utah

Elevations: 5004' GL

**Phone Numbers**

Drilling Foreman: Vince Guinn (Office: 435-722-8324; Cell: 435-722-6604)

Engineers: Charles Wiley (Office: 720-279-5543, Cell: 214-536-7128)

Wellsite Geologist: Columbine Logging Inc., Tad Jones-President (Office: 303-289-7764; Cell: 720-371-4349)

**SAFETY**

**HES' safety regulations are to be adhered to at all times by all personnel on location—no exceptions. Accident reports are to be filled out in a timely manner according to the Project Manual. Any safety/environmental questions or concerns are to be brought to the Drilling Foreman's or Service Coordinator's attention.**

**CONDUCTOR/CELLAR**

Drill 17.5" hole to +/-100' (or below boulders and into competent formation). Set 13.375"-48#-H40 ST&C (new) conductor and cement to surface with 150 sacks of Class G cement @ 1.20 cf/sk and 15.6 ppg. A "top job" may be necessary with 100 sacks of Class G cement @ 1.17 cf/sk and 15.8 ppg. Construct 6' diameter by 6' deep cellar and cement floor. Drill rodent holes per rig specs.

**SURFACE HOLE +/-100' – +/-2400'**

**Formation Tops (TVD)**

Duchesne River Formation      Surface to 2400'

Drill 12.25" hole to +/-2400'

**Bits:** 12.25" PDC bit

**Mud:** Drill with spud mud, no control, use gel sweeps every 250' – 300' to clean hole and 105-175 mesh screens in shale shaker to remove solids. Add viscosity cups at every connection to enhance hole cleaning and to help prevent bit balling. MW: 9.5 ppg max, PV: 9-12, YP: 7-9

**Deviation:** 1½ deg max, 1 deg/100', surveys every 100' or as conditions dictate.

**Casing:** 9-5/8" 36# J55 LTC (new). Float equip.: guide shoe and float collar. Install centralizers on middle of shoe jt and top of jt #2, #3, #4 and on last jt in conductor. Stage Collar to be set at 1500'. Displace with water. Casing to be set in full tension. Torque to optimum specs.

**Cement:** Circulate casing and cement as follows:

**Stage 1:**

Lead: 98 sacks Premium Lite II Plus @ 3.2 cf/sk and 11.0 ppg with w/accelerator and lost circulation additives.

Tail: 217 sacks of 50/50 Poz Class G tail @ 1.24 cf/sk and 14.4 ppg.

**Stage 2: (Stage collar set at 1500')**

Lead: 188 sacks Premium Lite II Plus @ 3.2 cf/sk and 11.0 ppg with w/accelerator and lost circulation additives.

Tail: 254 sx of 50/50 Poz Class G tail @ 1.24 cf/sk and 14.4 ppg.

Test proposed slurries with actual mix water in advance.

WOC 4 hrs, cut off csg and weld on 5M csg head. NU 5M BOPE, hookup and test BOPs and surface csg to 2400 psi. Install wear ring.

WOC a total of 12 hours before drilling shoe.

**FROM SURFACE CASING TO +/-6500'****Formation Tops (TVD)**

Green River	3,116'
Trona	4,710'
Base Trona	5,395'+/-

Drill float shoe and 5 feet of new formation then conduct FIT test to 9.5 ppg EMW. Drill 8.75" hole out from surface csg with Gypsum water mud and PDC bit. Increase pump rate to  $\pm 500$  gpm to unload cuttings in fast hole section.

**Bits:** 8.75" PDC

**Mud:** Drill out shoe with Gypsum water mud, use gel sweeps every 250' – 300' to clean hole. Tighten up mud properties before the Trona to MW: 8.5 ppg max, PV: 1-2, YP: 0-1

**Deviation:** 3 deg max, 1 deg/100', take first survey 60' below surface csg and every 100' thereafter and on all bit trips or as conditions dictate.

**FROM 6500' TO 9220'****Formation Tops**

Mahogany Bench	6,735'
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Continue to drill an 8.75" hole using a PDC bit with Lime water mud.

**Bits:** 8.75" PDC

**Mud:** Switch mud to Lime system and use 175 – 210 mesh screens in shale shaker to remove solids. MW: 9.5 ppg max, PV: 18-25, YP: 10-12

**Deviation:** 4 deg max, 1 deg/100', surveys every 100' and on all bit trips or as conditions dictate.

**LOGS**

Rig up Schlumberger and run Platform Express from TD to bottom of surface casing (run GR to surface). Log suite shall consist of Gamma Ray, Caliper, Array Induction, Density and Neutron logs. A Sonic log might possibly be run.

**SIDEWALL CORES**

It is anticipated that we will attempt to obtain 30 rotary sidewall cores in the lower Green River section. The locations of these cores will be determined by the geologist after examining the logs.

**Note:** No drill stem tests are anticipated.

**RUN INTERMEDIATE CASING**

RU and run 7" new casing as follows: float shoe + 2 joints of casing + float collar + rest of casing to surface.

**Casing      MD Interval**

7" 29# N-80 LTC                      0 – 9,220'

**Torque to optimum specs**

**Casing Hardware**

Float equip.: guide shoe and float collar. Bow spring centralizers on middle of shoe jt and top of jt #2, #3, #4 and every second jt to last jt in conductor. Casing to be set in full tension.

**Cement:** Circulate casing and cement as follows:

Lead: 465 sacks Premium Lite @ 3.03 cf/sk and 10.0 ppg with w/accelerator and lost circulation additives.

Tail: 120 sacks of Premium Lite High Strength @ 2.14 cf/sk and 12.5 ppg.

Test proposed slurries with actual mix water in advance.

Change out pipe rams to fit 3.5" drill pipe. Test BOPs and intermediate csg to 5000 psi. Install wear ring.

WOC a total of 12 hours before drilling shoe.

**FROM 9220' TO TD +/-11500'****Formation Tops**

TGr/W Transition                      9,424'

Wasatch                                      9,854'

Drill float shoe and 5 feet of new formation then conduct FIT to 11.8 ppg EMW. Drill a 6.125" hole with a PDC bit and Lime water mud.

**Bits:** 6.125" PDC

**Mud:** Drill with lime mud using 175-210 mesh screens in shale shaker to remove solids.

MW: 11.8 ppg max, PV: 21-29, YP: 12-15

**Deviation:** 4 deg max, 1 deg/100', surveys every 100' and on all bit trips or as conditions dictate

### **LOGS**

Rig up Schlumberger and run Platform Express from TD to bottom of intermediate casing. Log suite shall consist of Gamma Ray, Caliper, Array Induction, Density and Neutron logs. A Sonic log might possibly be run.

### **SIDEWALL CORES**

It is anticipated that we will attempt to obtain 40 rotary sidewall cores in the Wasatch formation. The locations of these cores will be determined by the geologist after examining the logs.

**Note:** No drill stem tests are anticipated.

### **RUN PRODUCTION LINER**

RU and run 5" 18# N80 Flush Joint (New) casing.

#### **Casing**

Weatherford Model C Mechanical Set Liner Hanger with Model TSP compression set liner top packer at 9020'

2480' of 5" 18# N-80 Flush Joint (New) casing from 9020' to TD of 11500'

Orange peeled joint on bottom.

#### **Torque to optimum specs**

Set liner hanger depth with approximately +/-200 ft of overlap.

#### **Casing Hardware**

Float equip.: guide shoe and float collar. Bow spring centralizers on middle of shoe jt and top of jt #2, #3, #4 and every second jt to last jt in intermediate casing. Casing to be set in full tension. Once pipe is on bottom, circulate hole to remove gas and clean hole.

**Cement:** Circulate casing and cement as follows:

110 sacks Premium Lite High Strength @ 1.89 cf/sk and 13.0 ppg with w/accelerator and lost circulation additives. Set liner hanger and pull out of hole with drill pipe.

Test proposed slurries with actual mix water in advance.

Install tubing head and 5M valve.

Rig down and release rig.

**ENERPLUS RESOURCES (USA) CORPORATION**  
**WINDY RIDGE-LIVSEY #25-15**  
**T2S-R1W Sec 25 SWSE**

**TEN POINT DRILLING PROGRAM**

**1. GEOLOGIC SURFACE FORMATION:**

Oligocene Duchesne River Formation

**2. ESTIMATED TOPS OF IMPORTANT GEOLOGIC MARKERS:**

Green River	3,116'
Trona	4,710'
Mahogany Bench	6,735'
TGr/W Transition	9,424'
Wasatch	9,854'

**3. ESTIMATED DEPTHS OF ANTICIPATED WATER, OIL, GAS OR MINERALS:**

Green River Formation	3,116' - 9,424' Oil and Gas
TGr/W Transition	9,424' - 9,854' Oil and Gas
Wasatch Formation	9,854' - 11,100' Oil and Gas

**4. PROPOSED CASING PROGRAM:**

Conductor Casing:	13.375"-48#-H40 with ST&C collars; Set at 100' +/- (New)
Surface Casing:	9.625"-36#-J55 with LT&C collars; Set at 2,400' (New)
Intermediate Casing:	7"-29#-N80 with LT&C collars; Set from 0' - 9,220' (New)
Production Liner:	5"-18#-N80, with flush joint connections; Hung from 8,800' - 11,500' with a liner hanger (New)

**5. MINIMUM SPECIFICATIONS FOR PRESSURE CONTROL:**

The operator's minimum specifications for pressure control equipment are as follows:

Annular Preventer - 11", 5,000 psig WP

Ram Preventer - 11", 5,000 psig WP, double gate unit with a hydraulic closing unit. The BOPs will be installed on the 9.625" surface casing before the 8.75" intermediate casing hole is begun. The BOPs and 9.625" surface casing will be tested to 2400 psi before the 9.625" shoe is drilled out. The BOPs will remain in place until the well is drilled to TD and the production liner is cemented in place. The BOP rams will be changed whenever the drill pipe size is changed before the 6.125" production liner hole is begun at 9,220'. The BOPs and the 7" intermediate casing will be tested to 5000 psi before the 7" shoe is drilled out. The BOPs will be function checked daily and pressure tested every 14 days thereafter.

Refer to Exhibit A for a diagram of BOP equipment that will be used on this well.

**6. TYPE AND CHARACTERISTICS OF THE PROPOSED CIRCULATION MUDS:**

This well will be drilled to TD with a fresh water/polymer system. If necessary to control formation fluids, the system will be weighted with the addition of bentonite gel and, if conditions warrant, barite. This fresh water system typically will contain Total Dissolved Solids (TDS) of less than 3,000 PPM. Neither potassium chloride nor chromates will be utilized in the fluid system. Mud weights will be closely controlled and weighted as necessary for control formation pressures. Detection devices to be used to monitor the mud system include a pit level indicator with alarm and flow rate, mud pump pressure and mud pump strokes indicators. The maximum anticipated mud weight to 9,220' will be 9.5 ppg and may reach as high as 11.8 ppg at TD.

MUD PROGRAM  
Surface - 11,500'

MUD TYPE  
Fresh water system



**7. AUXILIARY SAFETY EQUIPMENT TO BE USED:**

Auxiliary safety equipment will be a Kelly Cock, bit float and a TIW valve with drill pipe threads.

**8. TESTING, LOGGING AND CORING PROGRAMS:**

There will be two separate logging runs.

The first log run will be from 9,220' to the base of surface casing, prior to setting the intermediate casing, and will consist of Array Induction, Gamma Ray, Caliper, Compensated Neutron-Density logs. (The Gamma Ray log will be run to the surface.)

The second log run will be from TD to the base of the intermediate casing, prior to setting the production liner, and will consist of Array Induction, Gamma Ray, Caliper, Compensated Neutron-Density logs. It is possible that a Sonic log might be included in one or both logging runs. Cement Bond Logs will be run from PBTD to the cement tops for both the production liner and intermediate casing.

No drill stem testing is anticipated.

Rotary Sidewall Coring may be conducted within the Green River formation from 7,600' to 9,220' prior to setting the intermediate casing as well as in the Green River Transition and Wasatch formations from 9,220 to 11,500' prior to setting the production liner.

**9. ANTICIPATED ABNORMAL PRESSURE OR TEMPERATURE:**

The anticipated maximum bottom hole pressure is psi. It is not anticipated that abnormal temperatures will be encountered or that any other abnormal hazards, such as H<sub>2</sub>S, will be encountered in this area.

**10. ANTICIPATED STARTING DATE AND DURATION OF THE OPERATION:**

It is anticipated that the drilling operations will commence early in the fourth quarter of 2009 and take approximately 23 days from spud to rig release.

A gate will be installed where the proposed access road exits north off of E 1800 S. No fence lines will be crossed.

3. LOCATION OF EXISTING WELLS:

Refer to Topographic Map "C". There are no other wells located within this section. The closest existing well is the Devon Energy 1-26B1 Cook, located in SW SW, Section 26-T2S-R1W (API No. 43-047-31981), about 7865' to the west.

4. LOCATION OF EXISTING AND/OR PROPOSED FACILITIES:

It is anticipated that this well will be a producing oil well.

There will be a tank battery at this location, constructed to State specifications, on the well pad W-SW of the wellhead. It will consist of 1 - heater-treater, 1 - 400 barrel salt water tank and 3 - 400 barrel oil production stock tanks. This tank battery will be surrounded by a dike of sufficient capacity to contain, at minimum, 110% of the largest tank volume within the facility battery. An electric motor driven pumping unit will be located on the west side of the wellhead. The flowline for this well will run underground and be contained within the confines of the well pad. An underground gas sales line will be run along the existing roads and connect to the heater-treater. An electric power line will be run to the pumping unit.

All permanent (on the site for six months or longer) structures, constructed or installed (including pumping units) will be painted Desert Tan. All facilities will be painted within six months of installation.

5. LOCATION AND TYPE OF WATER SUPPLY:

Fresh water will be purchased through JN Trucking Inc., 4086 W 3000 S, Roosevelt, UT 84066 (435-722-9997) for the drilling of this well. The fresh water will come from the Myton Water plant owned by Kenneth Richens and located in Section 34-T3S-R2W, Duchesne County, Utah (435-646-3118).

No water well will be drilled at this site.

6. SOURCE OF CONSTRUCTION MATERIALS:

All construction material for this location will be imported material from an offsite location.

A mineral material application is not required for this location.

## 7. METHODS FOR HANDLING WASTER DISPOSAL:

A reserve pit (100' x 150' x 15' deep) will be constructed from native soil and clay materials and lined with an impermeable synthetic barrier (12 mils thick, minimum). The reserve pit will receive the processed drill cuttings (wet sand, shale and rock) removed from the wellbore. Any drilling fluids which accumulate in the pit as a result of shale shaker carryover, cleaning of the sand trap, etc., will be promptly reclaimed. All drilling fluids will be fresh water based and will typically contain Total Dissolved Solids of less than 3000 PPM. No potassium chloride, chromates, trash, debris, nor any other substance deemed hazardous, will be placed in this pit.

Enerplus requests that approval be granted to omit a drilling flare pit for this well.

A portable toilet will be provided for human waste.

A trash basket will be provided for garbage (trash) and hauled away to an approved disposal site at the completion of the drilling activities.

Immediately upon first production, all produced water will be confined to a steel storage tank on site. This produced water will be periodically transported via contract trucks to the nearest State approved commercial disposal facility.

## 8. ANCILLARY FACILITIES:

No ancillary facilities are planned for this location at the present time and none are foreseen for the near future.

## 9. WELL SITE LAYOUT:

See attached location Layout Sheet.

### Fencing Requirements:

All pits will be fenced according to the following minimum standards:

- a) A 39 inch net wire shall be used with at least one strand of barbed wire on top of the net.
- b) The net wire shall be no more than two (2) inches above the ground. The barbed wire shall be three (3) inches above the net wire. The total height of the fence shall be at least 42 inches.
- c) Corner posts shall be centered and/or braced in such a manner to keep all wire tight at all times.
- d) Standard steel, wood or pipe posts shall be used between the corner braces. Maximum distance between any two posts shall be no greater than 16 feet.
- e) All wire shall be stretched with a stretching device before it is attached to the corner posts.

The reserve pit fencing will be on three (3) sides during drilling operations and on the fourth side when the rig moves off location. Pits will be fenced and maintained until they are re-claimed.

#### 10. PLANS FOR RESTORATION OF SURFACE:

a) Producing Location:

Immediately upon well completion, the location and surrounding area will be cleared of all unused tubing, equipment, debris, material, trash and junk not required for production.

The reserve pit and that portion of the location not needed for production facilities/operations will be re-contoured to the approximate natural contours. Weather permitting, the reserve pit will be reclaimed within 120 days from the date of well completion. Before any dirt work takes place, the reserve pit will have all fluids and hydrocarbons removed.

b) Dry Hole Abandoned Location:

At such time as the well is plugged and abandoned, the operator shall submit a subsequent report of abandonment and the State of Utah will attach the appropriate surface rehabilitation conditions of approval.

#### 11. SURFACE OWNERSHIP:

Larry L. Livsey  
2106 Parleys Terrace  
Salt Lake City, Utah 84109  
Home Telephone: 801-647-3620

#### 12. OTHER ADDITIONAL INFORMATION:

- a) Enerplus Resources (USA) Corporation is responsible for informing all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites, or for collecting artifacts. If historic or archaeological materials are uncovered during construction, Enerplus will immediately stop all work that might further disturb such materials and contact the Authorized Officer.
- b) Enerplus will control noxious weeds along the rights-of-way for roads, pipelines, well sites or other applicable facilities. On State administered land it is required that a Pesticide Use Proposal be submitted and given approval prior to the application of herbicides or other possible hazardous chemicals.
- c) Drilling rigs and/or equipment used during drilling operations on this well site will not be stacked or stored on State Lands after the conclusion of drilling operations or at any other time without State authorization. However, if State authorization is obtained, it is only a temporary measure

to allow time to make arrangements for permanent storage on commercial facilities.

d) No Archaeological Cultural Survey is required for this area.

**Additional Surface Stipulations:**

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws and regulations, Onshore Oil and Gas Orders, the approved plan of operations and any applicable Notice to Lessees. A copy of these conditions will be furnished to the field representative to ensure compliance.

**Hazardous Material Declaration:**

Enerplus guarantees that during the drilling and completion of the Windy Ridge-Livsey 25-15 it will not use, produce, store, transport or dispose 10,000 pounds annually of any of the hazardous chemicals contained in the Environmental Protection Agency's consolidated list of chemicals subject to reporting under Title III Superfund Amendments and Reauthorization Act (SARA) of 1986. Enerplus also guarantees that during the drilling and completion of the Windy Ridge-Livsey 25-15 it will not use, produce, store, transport or dispose more than the threshold planning quantity (T.P.Q.) of any extremely hazardous substances as defined in 40 CFR 355.

A complete copy of the approved APD shall be on location during the construction of the locations and drilling activities.

Enerplus or a contractor employed by Enerplus will contact the State office at (801-722-3417) 48 hours prior to construction activities.

The State office will be notified upon site completion prior to moving on a drilling rig.

**13. LESSEE'S OR OPERATOR'S REPRESENTATIVE AND CERTIFICATION:**

**Representative:**

Name: Vince Guinn  
Address: 869 N. Canyon View Drive  
Roosevelt, Utah 84066  
Telephone: Office: 435-722-8324; Cell: 435-722-6604

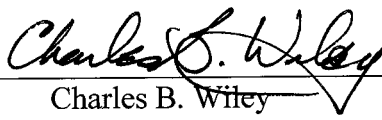
**Certification:**

Please be advised that Enerplus Resources (USA) Corporation is considered to be the operator of Windy Ridge-Livsey 25-15, SW SE, Section 25-T2S-R1W in Uintah County, Utah, and is responsible under the terms and conditions of the

lease for the operations conducted upon the leased lands. Bond coverage is provided by RLI Surety, 9025 N. Lindbergh Dr., Peoria, IL 61615 (Utah Oil & Gas Mining Bond #RLB0010896).

I hereby certify that the proposed drill site and access route have been inspected, and I am familiar with the conditions which currently exist; that the statements made in this plan are true and correct to the best of my knowledge, and that the work associated with the operations proposed here will be performed by Enerplus and its contractors and sub-contractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of the 18 U.S.C. 1001 for the filing of a false statement.

Date: August 10, 2009

A handwritten signature in black ink, reading "Charles B. Wiley", is written over a horizontal line.

Charles B. Wiley  
Senior Engineering Advisor  
Enerplus Resources (USA) Corporation

ENERPLUS RESOURCES (USA) CORPORATION  
WINDY RIDGE-LIVSEY 25-15  
SW SE SECTION 25-T2S-R1W  
UINTAH COUNTY, UTAH

**THIRTEEN POINT SURFACE PROGRAM**

1. EXISTING ROADS:

See attached Topographic Map "A".

To reach the Windy Ridge-State 34-7 well site located in SW SE of Section 25-T2S-R1W, Uintah county, Utah:

On the east side of Roosevelt on U.S. Highway 40 turn south at the Big "O" Tire Store on 1500 E. Go 2.0 +/- miles on 1500 E and turn east on 2000 S. Go 1.5 miles to the proposed lease access road to the north. Go north about 550' then northeast about 870' to the proposed well location.

U.S. Highway 40 is a concrete paved road maintained by Utah State road crews. 1500 East and one mile of E 1800 S are paved asphalt roads maintained by Ballard City crews. The remaining 0.5 miles of E 1800 S is constructed with existing materials and gravel and maintained by Roosevelt City road crews. The sub-surface of the lease access road will be constructed out of existing native materials that are prevalent to the existing area and range from clays to a sandy-clay shale material. 4" to 6" of granular burrow will be placed on top of this sub-surface base then this will be covered by  $\frac{3}{4}$ " minus material.

The roads for access during drilling, completion and production phases will be maintained at the standards required by the State of Utah, or other controlling agencies. This maintenance will consist of some minor grader work for smoothing road surfaces and for snow removal.

2. PLANNED ACCESS ROAD:

Approximately 1550' of access road is proposed. See attached Topographic Map "B".

The proposed access road will be an 18' crown road (9' either side of the centerline) with drainage ditches along either side of the proposed road if it is deemed necessary in order to handle any run-off from normal meteorological conditions that are prevalent to this area. The maximum grade will be less than 8%.

There will be no culverts along this access road. There will be barrow ditches and turnouts as needed along this road.

AFFIDAVIT

STATE OF DENVER )  
 ) ss.  
COUNTY OF DENVER )


I, JAMES C. KARO, being first duly sworn, deposes and says:  
(JAMES C KARO)

THAT I am an agent of Enerplus Resources (USA) Corporation, acting on the behalf of said entity to negotiate surface use and road access, and any associated consideration and damages relating thereto, in connection with the oil and/or gas well (the Windy-Ridge – Livsey 25-15 Well) proposed to be drilled on the following described lands:

Township 2 South, Range 1 West, U.S.M.  
Section 25: SW/4SE/4  
Located approximately 1,129 FSL and 1,697 FEL

County of Uintah and State of Utah, and that I entered into a Surface Use and Road Access Agreement for said well with the surface owners of above-referenced lands and executed same on September 3, 2009.

Further affiant saith not.

  
(SIGNATURE OF AFFIANT)

Subscribed and sworn to before me this 3<sup>RD</sup> day of SEPTEMBER, 2009.

My commission expires: 1/3/2012 Duane Russell  
Notary Public

ACKNOWLEDGEMENT

STATE OF DENVER )  
 ) ss.  
COUNTY OF DENVER )

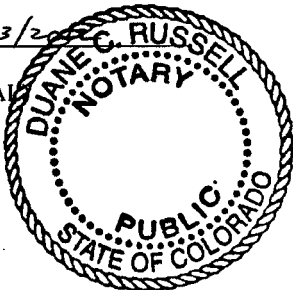
On this 3<sup>RD</sup> day of SEPTEMBER, 2009, before me personally appeared James C Karo, as agent for Enerplus Resources (USA) Corporation, to me known to be the person described in and who executed the foregoing instrument of writing, who being by me duly sworn, did say that he/she executed the foregoing instrument as his/her free and voluntary act and deed for the use and purposes herein set forth.

WITNESS my hand and seal this 3<sup>RD</sup> day of SEPTEMBER, 2009.

My commission expires:

1/3/2012

(SEAL)



X Duane Russell  
Notary Public

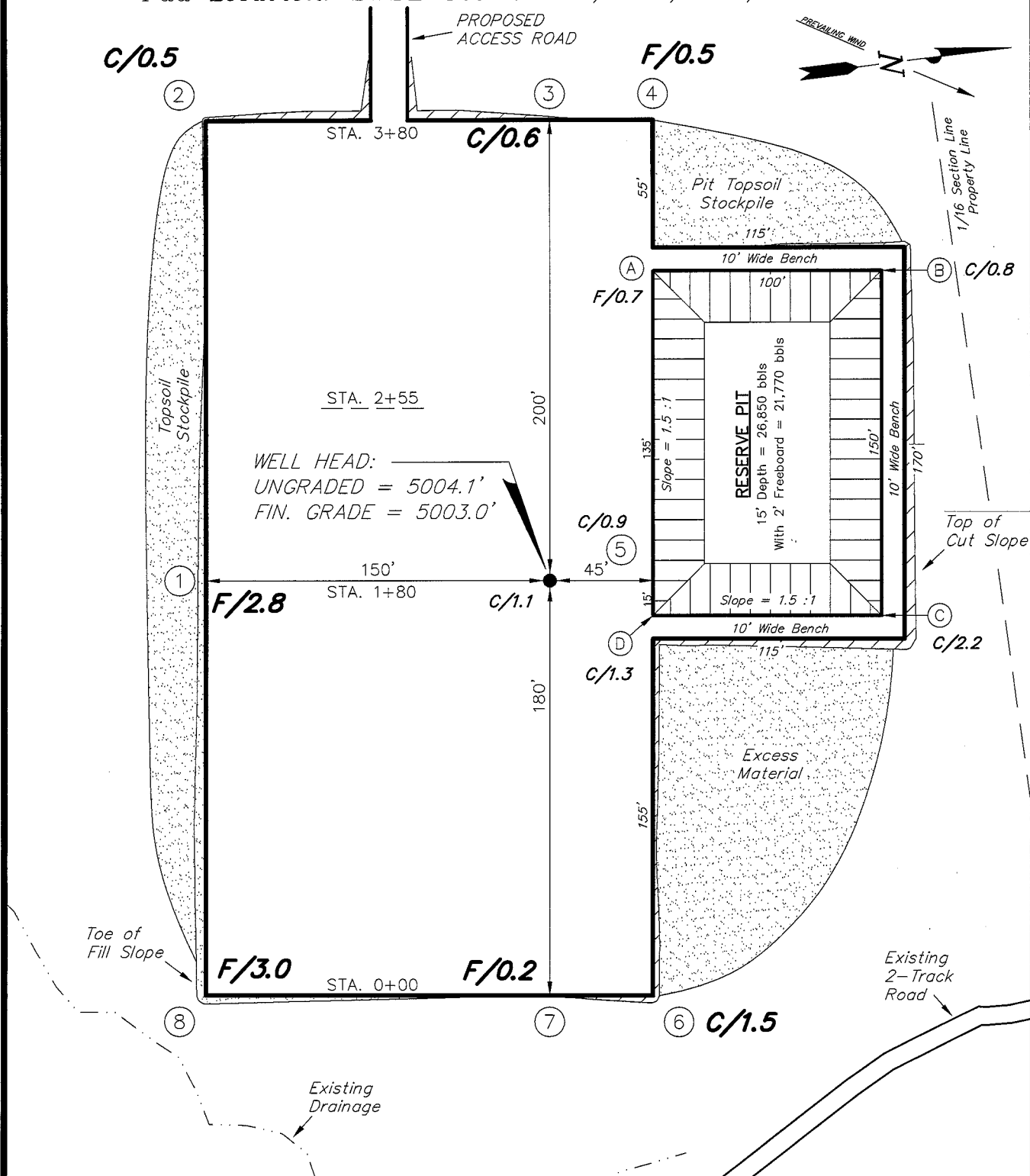


# ENERPLUS RESOURCES (USA) CORP.

## CUT SHEET

### WINDY RIDGE-LIVSEY #25-15

Pad Location: SWSE Section 25, T2S, R1W, U.S.B.&M.



SURVEYED BY: PAUL	DATE SURVEYED: 07-20-09
DRAWN BY: F.T.M.	DATE DRAWN: 07-22-09
SCALE: 1" = 60'	REVISED:

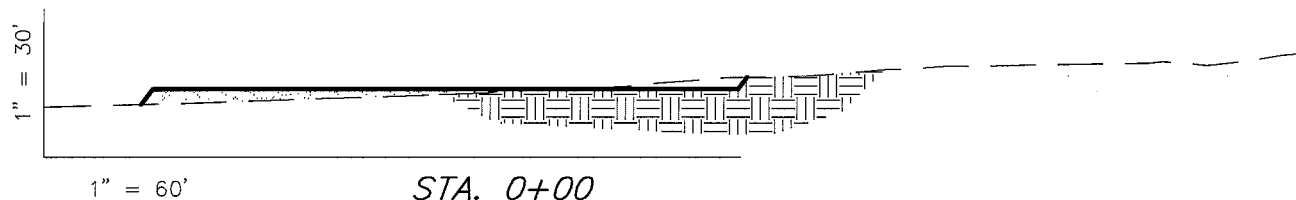
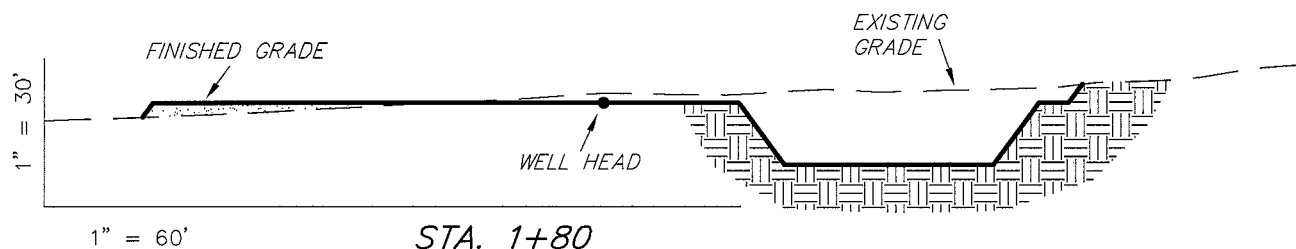
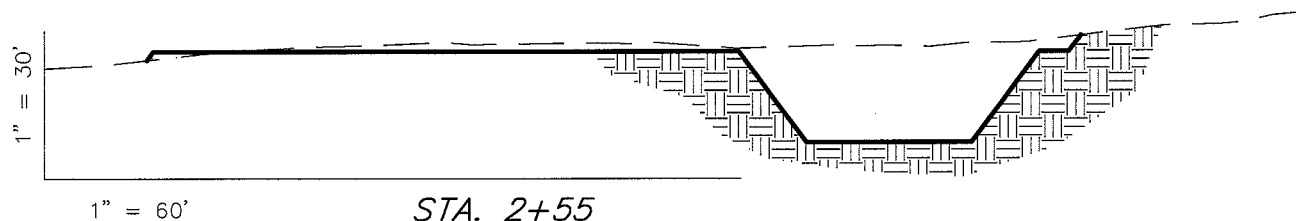
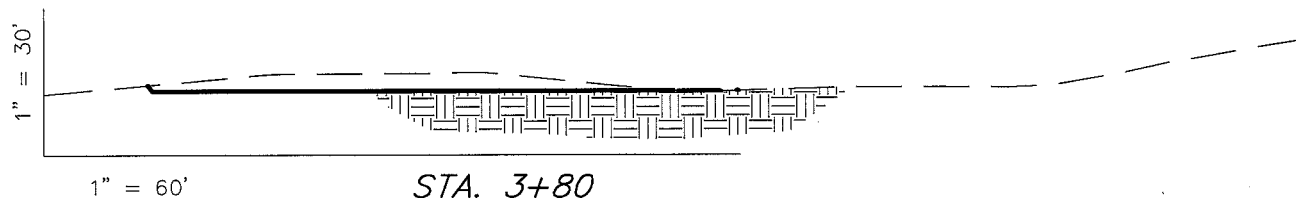
**Tri State**  
Land Surveying, Inc.  
(435) 781-2501  
180 NORTH VERNAL AVE. VERNAL, UTAH 84078

# ENERPLUS RESOURCES (USA) CORP.

## CROSS SECTIONS

### WINDY RIDGE-LIVSEY #25-15

Pad Location: SWSE Section 25, T2S, R1W, U.S.B.&M.



NOTE:  
UNLESS OTHERWISE NOTED ALL  
CUT/FILL SLOPES ARE AT 1.5:1

#### ESTIMATED EARTHWORK QUANTITIES (No Shrink or swell adjustments have been used) (Expressed in Cubic Yards)

ITEM	CUT	FILL	6" TOPSOIL	EXCESS
PAD	2,030	2,030	Topsoil is not included in Pad Cut	0
RES. PIT	5,580	0		5,580
TOTALS	7,610	2,030	1,790	5,580

SURVEYED BY: PAUL DATE SURVEYED: 07-20-09  
DRAWN BY: F.T.M. DATE DRAWN: 07-22-09  
SCALE: 1" = 60' REVISED:

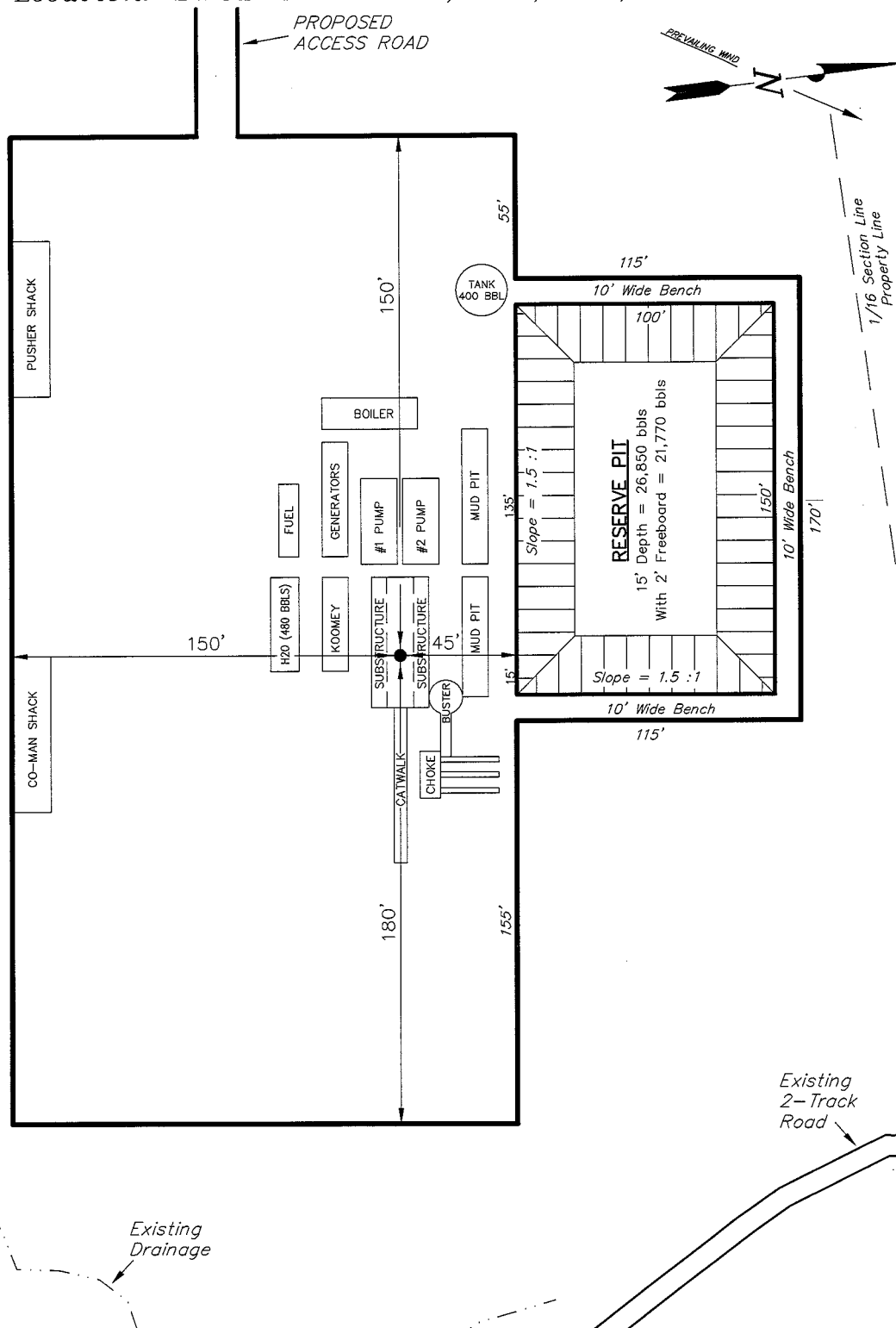
**Tri State** (435) 781-2501  
Land Surveying, Inc.  
180 NORTH VERNAL AVE. VERNAL, UTAH 84078

# ENERPLUS RESOURCES (USA) CORP.

## TYPICAL RIG LAYOUT

### WINDY RIDGE-LIVSEY #25-15

Pad Location: SWSE Section 25, T2S, R1W, U.S.B.&M.

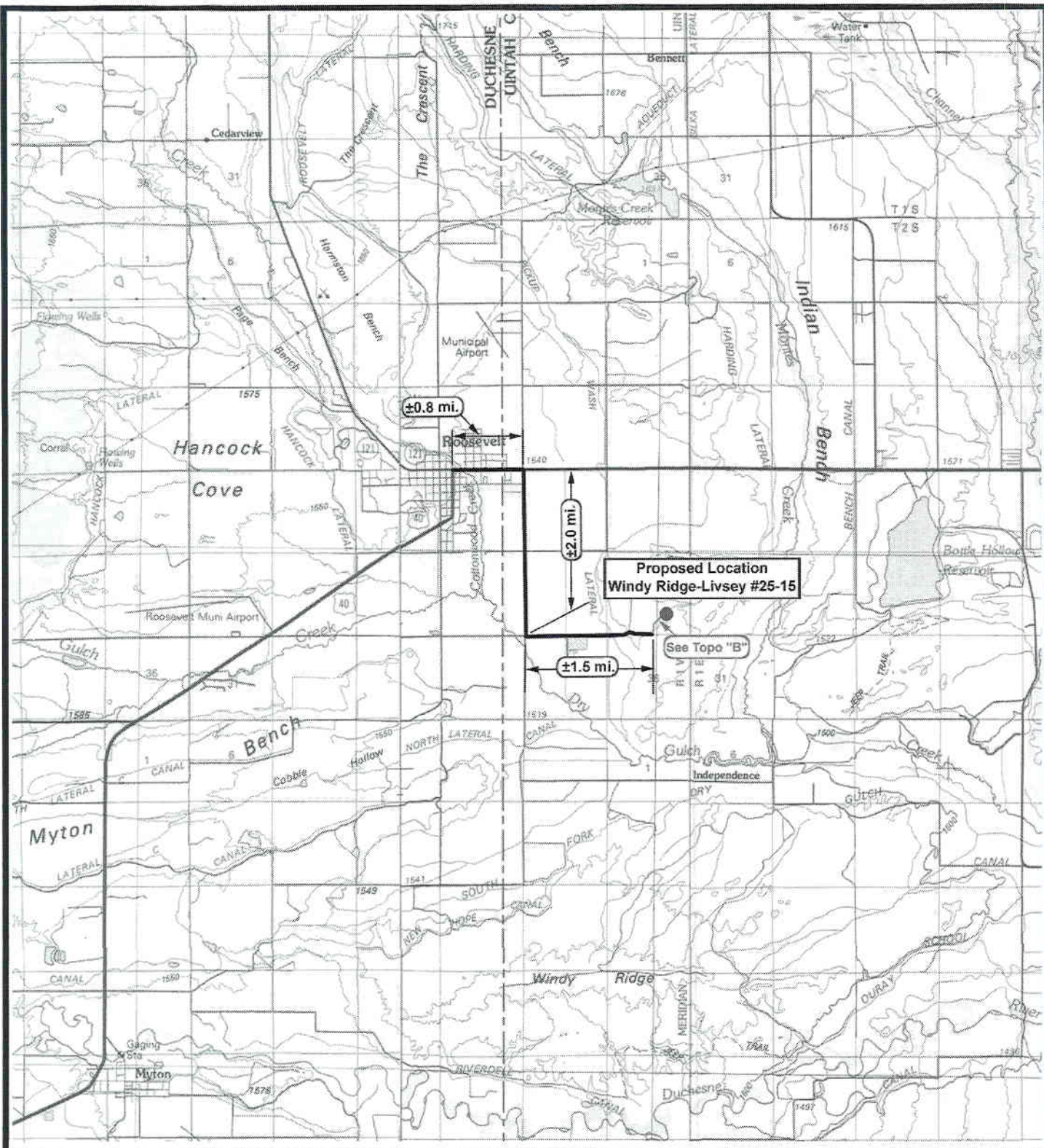


SURVEYED BY: PAUL	DATE SURVEYED: 07-20-09
DRAWN BY: F.T.M.	DATE DRAWN: 07-22-09
SCALE: 1" = 60'	REVISED:

**Tri State**  
Land Surveying, Inc.

(435) 781-2501

180 NORTH VERNAL AVE. VERNAL, UTAH 84078



**ENERPLUS RESOURCES  
(USA) CORP.**

**Windy Ridge-Livsey #25-15  
SEC. 25, T2S, R1W, U.S.B. & M.**



**Tri-State  
Land Surveying Inc.**  
(435) 781-2501  
180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1 = 100,000

DRAWN BY: JAS

DATE: 07-29-2009

**Legend**

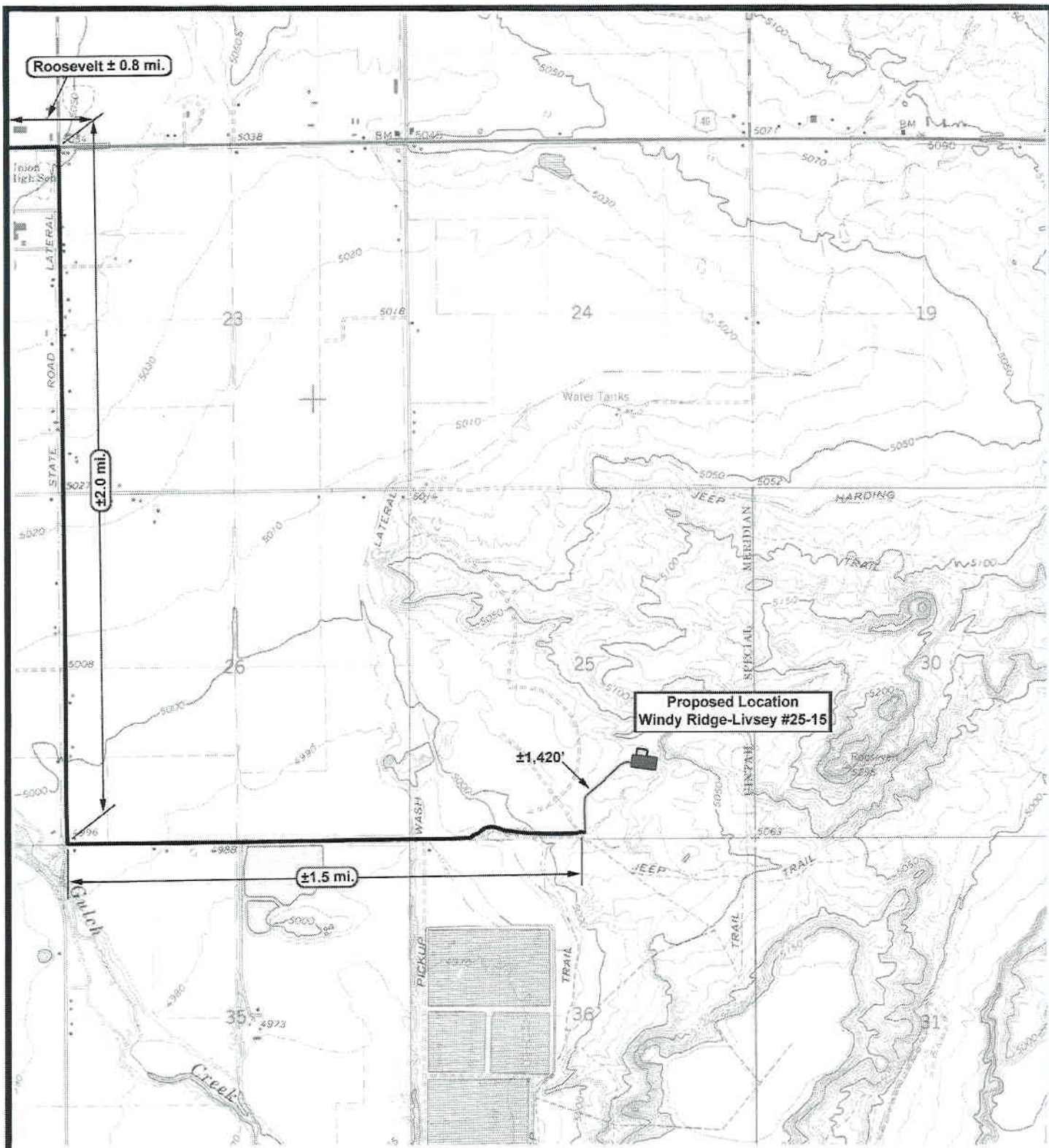
Existing Road

Proposed Access

TOPOGRAPHIC MAP

**"A"**





**ENERPLUS RESOURCES  
(USA) CORP.**

**Windy Ridge-Livsey #25-15  
SEC. 25, T2S, R1W, U.S.B. & M.**



**Tri-State  
Land Surveying Inc.**  
(435) 781-2501  
180 North Vernal Ave. Vernal, Utah 84078

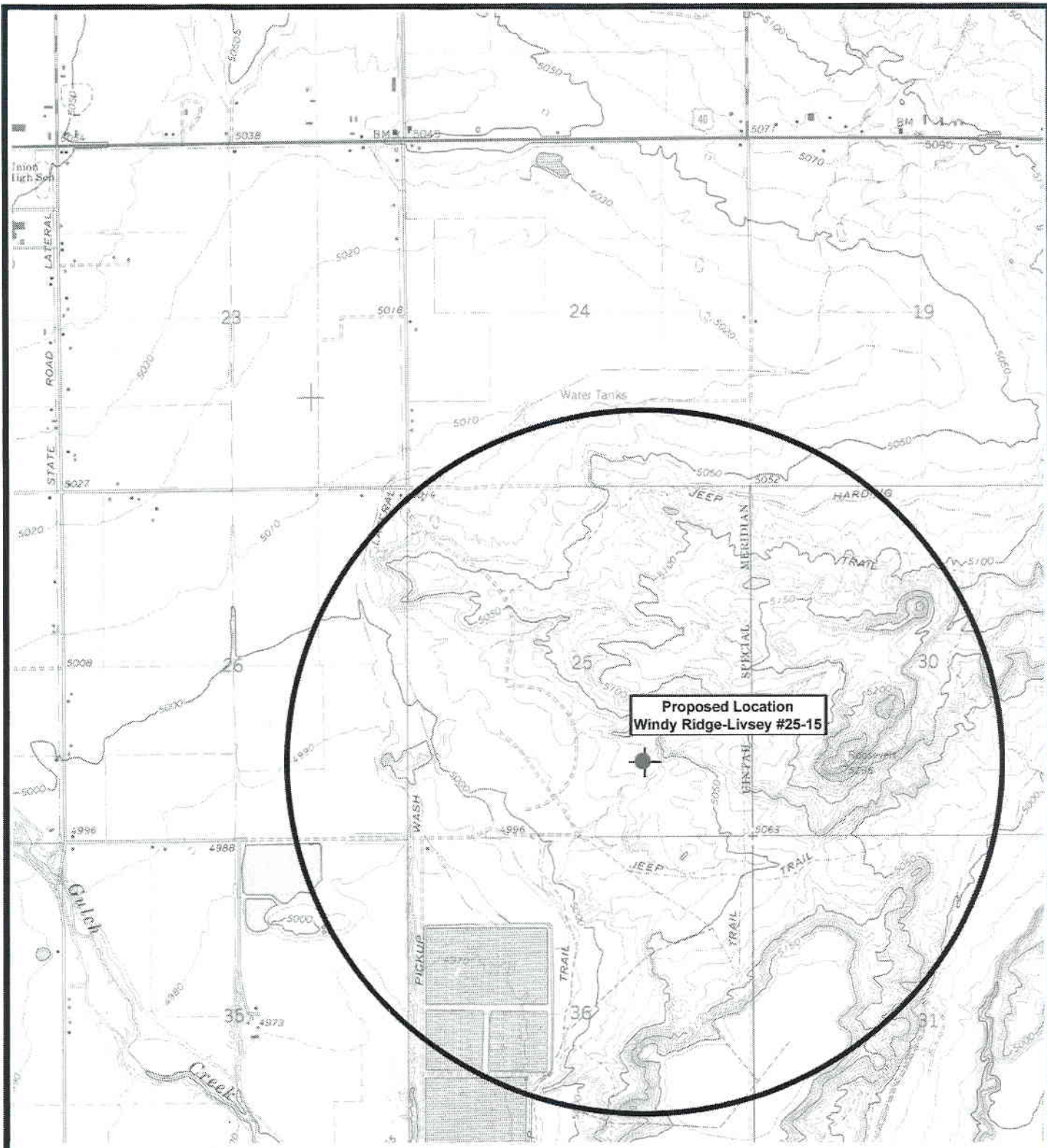
SCALE: 1" = 2,000'  
DRAWN BY: JAS  
DATE: 07-29-2009

**Legend**  
Existing Road  
Proposed Access

TOPOGRAPHIC MAP

**"B"**





**ENERPLUS RESOURCES  
(USA) CORP.**

**Windy Ridge-Livsey #25-15  
SEC. 25, T2S, R1W, U.S.B. & M.**



**Tri-State  
Land Surveying Inc.**  
(435) 781-2501  
180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1" = 2,000'

DRAWN BY: JAS

DATE: 07-29-2009

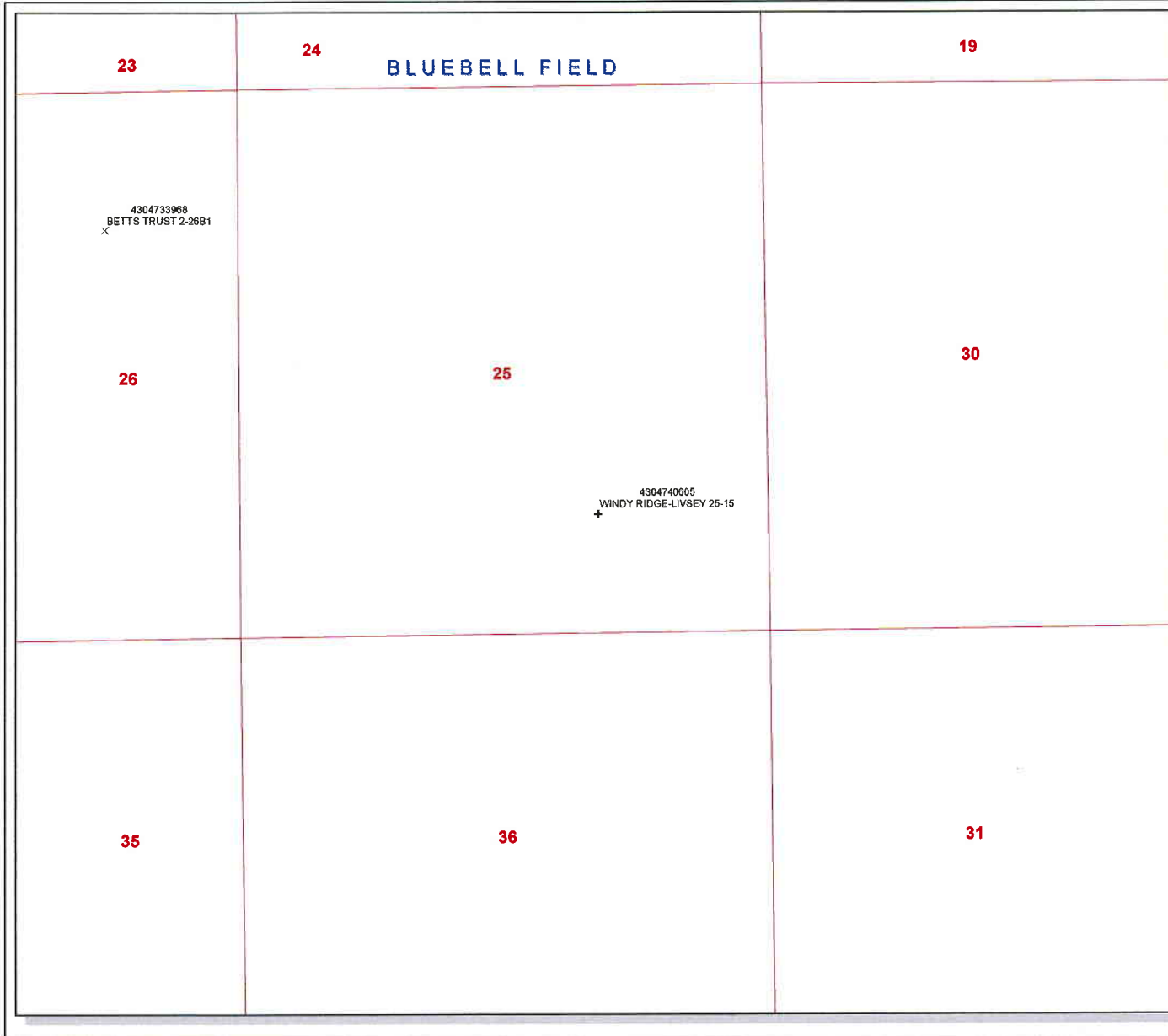
**Legend**

- Location
- One-Mile Radius

TOPOGRAPHIC MAP

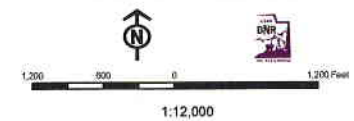
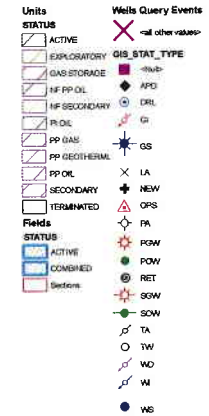
**"C"**

STIPULATIONS: 1- STATEMENT OF BASIS



API Number: 4304740605  
Well Name: WINDY RIDGE-LIVSEY 25-15  
Township 02.0 S Range 01.0 W Section 25  
Meridian: UBM  
Operator: ENERPLUS RESOURCES (USA) CORP

Map Prepared:  
Map Produced by Diana Mason





# Application for Permit to Drill

## Statement of Basis

10/19/2009

Utah Division of Oil, Gas and Mining

Page 1

<b>APD No</b>	<b>API WellNo</b>	<b>Status</b>	<b>Well Type</b>	<b>Surf Ownr</b>	<b>CBM</b>
1979	43-047-40605-00-00		OW	P	No
<b>Operator</b>	ENERPLUS RESOURCES (USA) CORP		<b>Surface Owner-APD</b>		
<b>Well Name</b>	WINDY RIDGE-LIVSEY 25-15		<b>Unit</b>		
<b>Field</b>	UNDESIGNATED		<b>Type of Work</b>		
<b>Location</b>	SWSE 25 2S 1W U 1129 FSL 1697 FEL GPS Coord (UTM) 590085E 4458768N				

### Geologic Statement of Basis

Enerplus proposes to set 100 feet of conductor and 2,400 feet of surface casing which will be cemented to surface. The entire hole will be drilled utilizing fresh water mud. The estimated depth to the base of moderately saline ground water is 3,700 feet. A search of Division of Water Rights records indicates that there are approximately 20-25 water wells within a 10,000 foot radius of the proposed location. The nearest water well is approximately 1 mile from the proposed site and produces water from a depth of 150 feet. Most of these wells produce water from the Duchesne River Formation and are in the range of 33 to 605 feet deep. The proposed casing and cementing program should adequately protect the highly used Duchesne River aquifer. The cement for the 2nd intermediate string of casing should be brought up above the base of the moderately saline ground water to isolate it from deeper saline water.

Brad Hill  
APD Evaluator

10/19/2009  
Date / Time

### Surface Statement of Basis

The proposed location is in Uintah County approximately 2.5 air miles and 4.5 road miles southeast of Roosevelt, Utah. Access is by Highway 40 and existing county roads to within 1,420 feet of the location that will require new construction across private lands. The unpaved portion of the Uintah County road will be improved. The general area is northeast of Roosevelt City sewer lagoons. General topography is gentle to rolling with some ridges with exposed sandstone ledges. An elevated water table exist to the west of the site, possibly augmented by irrigation practices to the north and west and the sewer lagoons.

The proposed pad for the Windy Ridge-Livsey 25-15 oil well is in sandy undulating gentle terrain. The site leads away from elevated sandstone ridges to the north and east. A small drainage to the east that continues around the location on the south has been avoided during pad layout. No drainages intersect the location and no diversions are needed. Hardening the surface of the pad is necessary because of the sandy soil and will be done with imported road base materials. A major west-east power line is located to the south well beyond the site. An irrigated alfalfa fields is approximately ¼ mile to the southeast. Both the surface and minerals are FEE with the surface being owned by Larry Livsey of Salt Lake City, Utah. Mr. Livsey was contacted by telephone on September 8, 2009 and did not see a need to attend the pre-site visit. He had seen the stakes for the road and location the previous Sunday. He has signed a surface use agreement. The minerals are owned by another party.

The selected location appears to be a suitable location for drilling and operating an oil well.

Floyd Bartlett  
Onsite Evaluator

9/10/2009  
Date / Time

### Conditions of Approval / Application for Permit to Drill

<b>Category</b>	<b>Condition</b>
Pits	A synthetic liner with a minimum thickness of 12 mils shall be properly installed and maintained in the reserve pit.
Surface	The reserve pit shall be fenced upon completion of drilling operations.

# **ON-SITE PREDRILL EVALUATION**

## **Utah Division of Oil, Gas and Mining**

**Operator** ENERPLUS RESOURCES (USA) CORP  
**Well Name** WINDY RIDGE-LIVSEY 25-15  
**API Number** 43-047-40605-0 **APD No** 1979 **Field/Unit** UNDESIGNATED  
**Location:** 1/4,1/4 SWSE **Sec** 25 **Tw** 2S **Rng** 1W 1129 FSL 1697 FEL  
**GPS Coord (UTM)** 590092 4458766 **Surface Owner**

### **Participants**

Floyd Bartlett (DOGM), Vince Guinn (Permitting Agent for Enerplus Resources Corp.)

### **Regional/Local Setting & Topography**

The proposed location is in Uintah County approximately 2.5 air miles and 4.5 road miles southeast of Roosevelt, Utah. Access is by Highway 40 and existing county roads to within 1,420 feet of the location that will require new construction across private lands. The unpaved portion of the Uintah County road will be improved. The general area is northeast of Roosevelt City sewer lagoons. General topography is gentle to rolling with some ridges with exposed sandstone ledges. An elevated water table exist to the west of the site, possibly augmented by irrigation practices to the north and west and the sewer lagoons.

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### **Surface Use Plan**

#### **Current Surface Use**

Recreational  
Wildlfe Habitat

#### **New Road**

Miles	Well Pad	Src Const Material	Surface Formation
0.23	Width 305	Length 380 Offsite	DUCHR

**Ancillary Facilities** Y

### **Waste Management Plan Adequate?**

### **Environmental Parameters**

**Affected Floodplains and/or Wetland** N

#### **Flora / Fauna**

Deep sandy loam with no surface rock  
Well vegetated with needle and thread grass, Indian rice grass, ephedra, 4-winged saltbrush, prickly pear, hordeum, Russian thistle, curly mesquite and spring annuals.

Prairie dogs, rabbits, small mammals and birds.

#### **Soil Type and Characteristics**

Deep sandy loam with no surface rock

**Erosion Issues** N

**Sedimentation Issues** N

**Site Stability Issues** Y

Hardening the surface of the pad is necessary because of the sandy soil and will be done with imported road base materials.

**Drainage Diversion Required** N

**Berm Required?** N

**Erosion Sedimentation Control Required?** N

**Paleo Survey Run?** N      **Paleo Potential Observed?** N      **Cultural Survey Run?** N      **Cultural Resources?**

**Reserve Pit**

**Site-Specific Factors**

**Site Ranking**

<b>Distance to Groundwater (feet)</b>	25 to 75	15
<b>Distance to Surface Water (feet)</b>	>1000	0
<b>Dist. Nearest Municipal Well (ft)</b>	>5280	0
<b>Distance to Other Wells (feet)</b>	>1320	0
<b>Native Soil Type</b>	Mod permeability	10
<b>Fluid Type</b>	Fresh Water	5
<b>Drill Cuttings</b>	Normal Rock	0
<b>Annual Precipitation (inches)</b>	<10	0
<b>Affected Populations</b>	<10	0
<b>Presence Nearby Utility Conduits</b>	Not Present	0
<b>Final Score</b>		30   1 <b>Sensitivity Level</b>

**Characteristics / Requirements**

The reserve pit is proposed in the northwest corner of the location in an area of cut. Dimensions are 100' x 150' x 15' deep. A 10' bench is planned on the outer sides. A 12-mil synthetic liner is planned. A sub-liner may not be needed with the sandy soils dominating the site.

**Closed Loop Mud Required?** N      **Liner Required?** Y      **Liner Thickness** 12      **Pit Underlayment Required?**

**Other Observations / Comments**

Floyd Bartlett  
**Evaluator**

9/10/2009  
**Date / Time**



Search all of

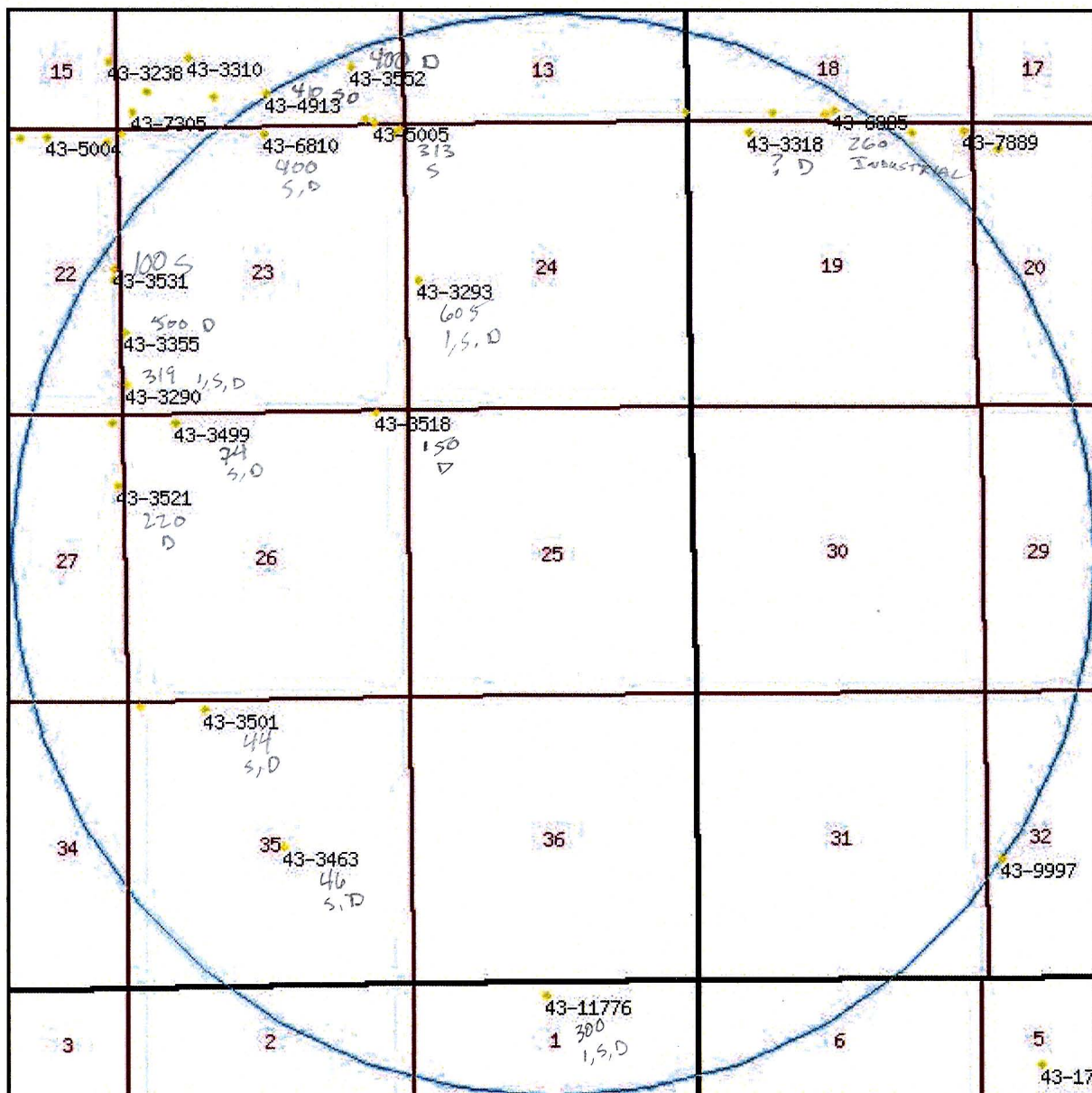
# Utah Division of Water Rights

## Output Listing

Version: 2009.05.06.00

Rundate: 10/19/2009 10:57 AM

Radius search of 10000 feet from a point N2640 E2640 from the SW corner, section 25, Township 2S, Range 1W, US b&m Criteria:wrtypes=W,C,E podtypes=U status=U,A,P usetypes=all



0 1300 2600 3900 5200 ft

## Water Rights

WR Number	Diversion Type/Location	Well Log	Status	Priority	Uses	CFS	ACFT	Owner
<u>43-11776</u>	Underground S250 W185 N4 01 3S 1W US		A	20060607	DIS	0.000	1.480	GEORGE C 47 WEST 60 #3
<u>43-11917</u>	Underground S60 W70 NE 23 2S 1W US		A	20070510	IO	0.000	0.250	TONY L. RE RT 1 BOX 10
<u>43-1776</u>	Underground N1100 E1070 W4 05 3S 1E US		P	19470426	DIS	0.015	0.000	H. E. WOMA MYTON UT
<u>43-1989</u>	Underground N150 W100 S4 18 2S 1E US	<u>well info</u>	P	19680924	DIS	0.015	0.000	LYLE J. LAI P.O. BOX #7
<u>43-3238</u>	Underground N1261 W153 SE 15 2S 1W US		P	19391125	DIS	0.016	0.000	GEORGE H. ROOSEVEL'
<u>43-3259</u>	Underground N539 W873 S4 14 2S 1W US	<u>well info</u>	P	19410327	DS	0.022	0.000	ROBERT H. FAMILY TR ROBERT H. TRUSTEE
<u>43-3267</u>	Underground S75 E85 NW 23 2S 1W US		P	19420721	DIS	0.008	0.000	THOMAS SI ROOSEVEL'
<u>43-3276</u>	Underground S75 E225 NW 35 2S 1W US		P	19430128	DS	0.015	0.000	JOHN H. CO ROOSEVEL'
<u>43-3290</u>	Underground N565 E85 SW 23 2S 1W US		P	19450713	DIS	0.004	0.000	WILLIAM JI ROOSEVEL'
<u>43-3293</u>	Underground S230 E222 W4 24 2S 1W US		P	19450914	DIS	0.013	0.000	OLLIE E. RA ROOSEVEL'
<u>43-3295</u>	Underground		P	19450922	D	0.015	0.000	MELBA ELI

	S256 W204 NE 22 2S 1W US					ROOSEVEL'
<u>43-3310</u>	Underground	P	19460206 S	0.013 0.000		ROBERT H. FAMILY TR
	N1320 E1320 SW 14 2S 1W US					ROBERT H. TRUSTEE
<u>43-3316</u>	Underground	P	19460309 DIS	0.015 0.000		AZEL W. SE
	N165 W50 SE 13 2S 1W US					ROOSEVEL'
<u>43-3318</u>	Underground	P	19460325 D	0.015 0.000		L. G. PECK
	S200 E1120 NW 19 2S 1E US					ROOSEVEL'
<u>43-3334</u>	Underground	P	19461122 D	0.015 0.000		OLEN PERR
	S160 W175 NE 23 2S 1W US					ROOSEVEL'
<u>43-3338</u>	Underground	<u>well info</u>	P	19461211 DIS	0.010 0.000	MRS. BERN LARSEN
	S475 E475 NW 20 2S 1E US					ROOSEVEL'
<u>43-3347</u>	Underground	P	19461119 DIS	0.011 0.000		CECIL JENK
	S150 W100 E4 22 2S 1W US					ROOSEVEL'
<u>43-3355</u>	Underground	<u>well info</u>	P	19461231 D	0.015 0.000	ERNEST BE
	N1521 E52 SW 23 2S 1W US					ROOSEVEL'
<u>43-3358</u>	Underground	P	19470210 DIS	0.020 0.000		MARVIN KI
	S148 W190 NE 27 2S 1W US					ROOSEVEL'
<u>43-3371</u>	Underground	P	19470718 DS	0.015 0.000		EMIL HADL
	S181 W1146 NE 19 2S 1E US					2463 W 1500
<u>43-3463</u>	Underground	P	19521103 DS	0.015 0.000		ALDEN D. V
	N2540 E220 S4 35 2S 1W US					ROOSEVEL'
<u>43-3499</u>	Underground	P	19540216 DS	0.015 0.000		ERNEST E. I
	S150 E990 NW 26 2S 1W US					ROOSEVEL'

well

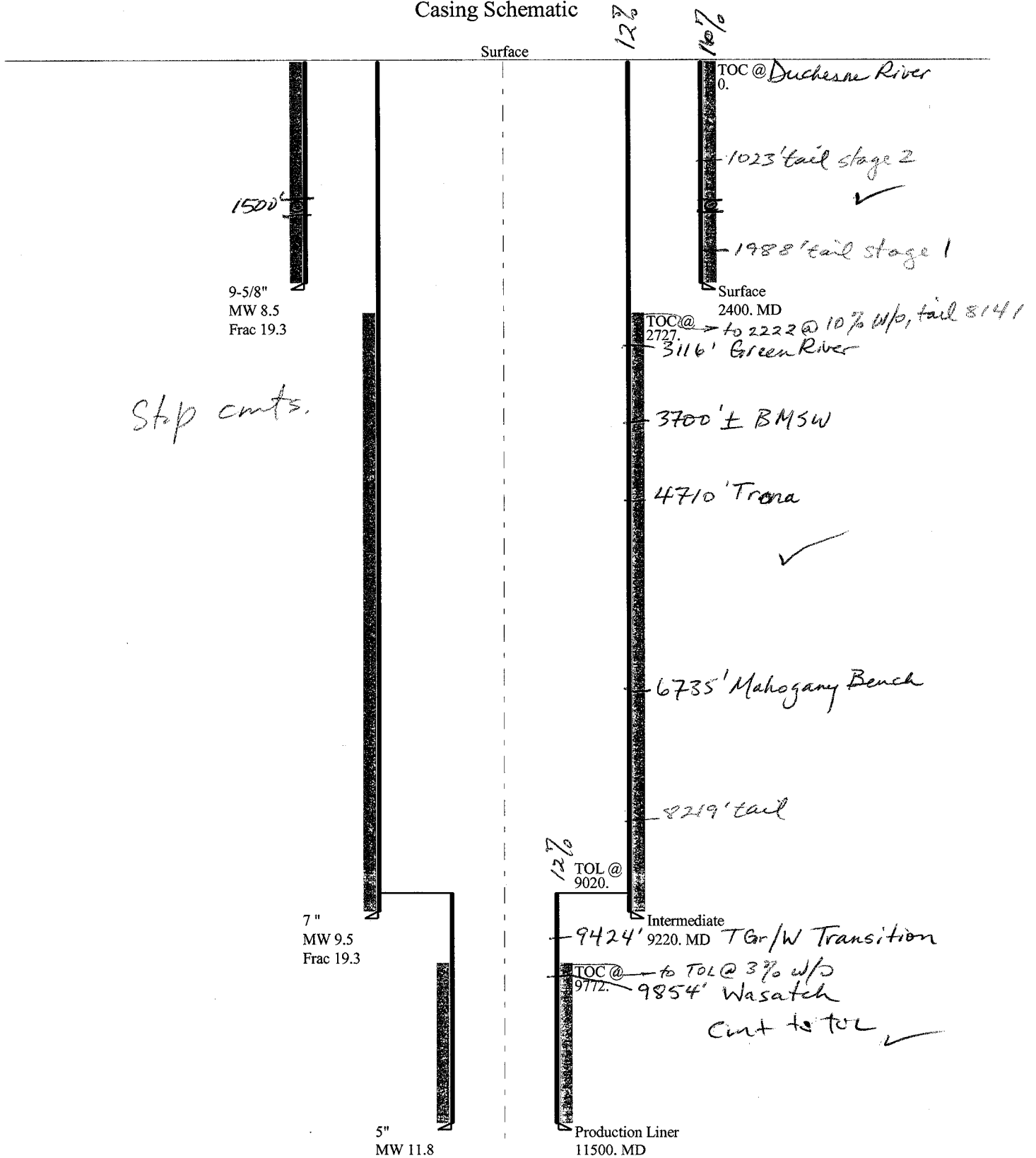
<u>43-3501</u>	Underground	<u>info</u>	P	19540226 DS	0.015 0.000	FRED G. CO RFD #1
	S150 E1420 NW 35 2S 1W US					
<u>43-3518</u>	Underground		P	19541203 D	0.015 0.000	SANFORD I ROUTE 1
	S50 W600 NE 26 2S 1W US					
<u>43-3521</u>	Underground		P	19550226 D	0.015 0.000	J. C. ZIMME ROOSEVEL'
	S1322 W100 NE 27 2S 1W US					
<u>43-3531</u>	Underground		P	19550831 S	0.015 0.000	ROOSEVEL' WARD LDS ROOSEVEL'
	N68 W100 E4 22 2S 1W US					
<u>43-3532</u>	Underground		P	19550916 O	0.015 0.000	ROBERT H. FAMILY TR ROBERT H. TRUSTEE
	N678 E534 SW 14 2S 1W US					
<u>43-3551</u>	Underground		P	19561010 DS	0.015 0.000	JACK L. ALI ROOSEVEL'
	S1584 W924 E4 14 2S 1W US					
<u>43-3552</u>	Underground		P	19561017 D	0.015 0.000	JACK L. ALI ROOSEVEL'
	S1584 W924 E4 14 2S 1W US					
<u>43-3575</u>	Underground		P	19580214 D	0.015 0.000	JACK L. ALI ROOSEVEL'
	N100 W720 SE 14 2S 1W US					
<u>43-44</u>	Underground		P	19350000 DIS	0.055 0.000	WILLIAM E P.O. BOX 43
	S73 W73 NE 23 2S 1W US					
<u>43-4913</u>	Underground	<u>well info</u>	P	19300212 DS	0.000 0.000	VERN H. ALI RFD
	N612 E98 S4 14 2S 1W US					
<u>43-4936</u>	Underground		P	19150000 S	0.003 0.000	CLARA L. JO ROOSEVEL'
	S188 W1801 NE 22 2S 1W US					
<u>43-4954</u>	Underground		P	19340808 D	0.045 0.000	LDS CHURCH ATTN: NAT RESOURCE
	S60 W70 NE 23 2S 1W US					

<u>43-4956</u>	Underground		P	19340000 MS	0.033 0.000	RAY G. LAE RFD #1
	S67 W70 NE 23 2S 1W US					
<u>43-5004</u>	Underground		P	19190000 DIS	0.002 0.000	WILFORD V ROOSEVELT
	S135 W1298 NE 22 2S 1W US					
<u>43-5005</u>	Underground		P	19200600 S	0.011 0.000	VERN H. AL ROOSEVELT
	N38 W551 SE 14 2S 1W US					
<u>43-5079</u>	Underground		P	19660712 D	0.015 0.000	WELDON R ROUTE #1 E
	N170 E1576 SW 18 2S 1E US					
<u>43-6810</u>	Underground		P	19290000 DS	0.025 0.000	MILDRED M ROOSEVELT
	S130 E70 N4 23 2S 1W US					
<u>43-6885</u>	Underground	<u>well info</u>	P	19720616 DO	0.015 0.000	DRESSER IN INC. 475 17TH ST METRO BAI SUITE 1600
	N205 E60 S4 18 2S 1E US					
<u>43-7305</u>	Underground	<u>well info</u>	P	19730102 DO	0.017 0.000	ROBERT H. FAMILY TR ROBERT H. TRUSTEE
	N323 E260 SW 14 2S 1W US					
<u>43-7889</u>	Underground	<u>well info</u>	P	19760709 IS	0.015 0.000	WAYNE W. 3341 SOUTE (REAR)
	S152 W182 NE 19 2S 1E US					
<u>43-9997</u>	Underground	<u>well info</u>	P	19870806 I	0.015 1.000	BILLIE S. W STEPHANIE PO BOX 512
	N2188 E234 SW 32 2S 1E US					



43047406050000 Windy Ridge-Livsey 25-15

Casing Schematic



Well name:	<b>43047406050000 Windy Ridge-Livsey 25-15</b>	
Operator:	<b>Enerplus Resources (USA) Corporation</b>	
String type:	Surface	Project ID: 43-047-40605-0000
Location:	Uintah County, Utah	

**Design parameters:**
**Collapse**

Mud weight: 8.500 ppg  
Design is based on evacuated pipe.

**Minimum design factors:**
**Collapse:**

Design factor 1.125

**Burst:**

Design factor 1.00

**Environment:**

H2S considered? No  
Surface temperature: 75 °F  
Bottom hole temperature: 109 °F  
Temperature gradient: 1.40 °F/100ft  
Minimum section length: 1,300 ft

Cement top: Surface

**Burst**

Max anticipated surface pressure: 2,112 psi  
Internal gradient: 0.120 psi/ft  
Calculated BHP 2,400 psi

No backup mud specified.

**Tension:**

8 Round STC: 1.80 (J)  
8 Round LTC: 1.80 (J)  
Buttress: 1.60 (J)  
Premium: 1.50 (J)  
Body yield: 1.50 (B)

Tension is based on buoyed weight.  
Neutral point: 2,098 ft

**Non-directional string.**
**Re subsequent strings:**

Next setting depth: 9,220 ft  
Next mud weight: 9.500 ppg  
Next setting BHP: 4,550 psi  
Fracture mud wt: 19.250 ppg  
Fracture depth: 2,400 ft  
Injection pressure: 2,400 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	2400	9.625	36.00	J-55	LT&C	2400	2400	8.796	1041.8
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	1060	2020	1.906	2400	3520	1.47	76	453	6.00 J

Prepared by: Helen Sadik-Macdonald  
Div of Oil, Gas & Mining

Phone: (801) 538-5357  
FAX: (801) 359-3940

Date: October 20, 2009  
Salt Lake City, Utah

**Remarks:**

Collapse is based on a vertical depth of 2400 ft, a mud weight of 8.5 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

*Engineering responsibility for use of this design will be that of the purchaser.*

Well name:	<b>43047406050000 Windy Ridge-Livsey 25-15</b>	
Operator:	<b>Enerplus Resources (USA) Corporation</b>	
String type:	Intermediate	Project ID: 43-047-40605-0000
Location:	Uintah County, Utah	

**Design parameters:**
**Collapse**

Mud weight: 9.500 ppg  
Design is based on evacuated pipe.

**Minimum design factors:**
**Collapse:**

Design factor 1.125

**Burst:**

Design factor 1.00

**Environment:**

H2S considered? No  
Surface temperature: 75 °F  
Bottom hole temperature: 204 °F  
Temperature gradient: 1.40 °F/100ft  
Minimum section length: 1,500 ft

Cement top: 2,727 ft

**Burst**

Max anticipated surface pressure: 4,519 psi  
Internal gradient: 0.220 psi/ft  
Calculated BHP 6,548 psi

No backup mud specified.

**Tension:**

8 Round STC: 1.80 (J)  
8 Round LTC: 1.80 (J)  
Buttress: 1.60 (J)  
Premium: 1.50 (J)  
Body yield: 1.50 (B)

Tension is based on buoyed weight.  
Neutral point: 7,894 ft

**Non-directional string.**
**Re subsequent strings:**

Next setting depth: 11,500 ft  
Next mud weight: 11.800 ppg  
Next setting BHP: 7,049 psi  
Fracture mud wt: 19.250 ppg  
Fracture depth: 9,220 ft  
Injection pressure: 9,220 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	9220	7	29.00	N-80	LT&C	9220	9220	6.059	1923.1

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	4550	7020	1.543	6548	8160	1.25	229	597	2.61 J

Prepared by: Helen Sadik-Macdonald  
Div of Oil, Gas & Mining

Phone: (801) 538-5357  
FAX: (801) 359-3940

Date: October 20, 2009  
Salt Lake City, Utah

**Remarks:**

Collapse is based on a vertical depth of 9220 ft, a mud weight of 9.5 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

*Engineering responsibility for use of this design will be that of the purchaser.*

Well name:	<b>43047406050000 Windy Ridge-Livsey 25-15</b>	
Operator:	<b>Enerplus Resources (USA) Corporation</b>	
String type:	Production Liner	Project ID: 43-047-40605-0000
Location:	Uintah County, Utah	

**Design parameters:**

**Collapse**

Mud weight: 11.800 ppg  
Design is based on evacuated pipe.

**Burst**

Max anticipated surface pressure: 4,519 psi  
Internal gradient: 0.220 psi/ft  
Calculated BHP: 7,049 psi  
  
No backup mud specified.

**Minimum design factors:**

**Collapse:**

Design factor 1.125

**Burst:**

Design factor 1.00

**Tension:**

8 Round STC: 1.80 (J)  
8 Round LTC: 1.80 (J)  
Buttress: 1.60 (J)  
Premium: 1.50 (J)  
Body yield: 1.50 (B)

Tension is based on buoyed weight.  
Neutral point: 11,051 ft

**Environment:**

H2S considered? No  
Surface temperature: 75 °F  
Bottom hole temperature: 236 °F  
Temperature gradient: 1.40 °F/100ft  
Minimum section length: 1,500 ft

Cement top: 9,772 ft

Liner top: 9,020 ft

**Non-directional string.**

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	2500	5	18.00	N-80	FL-4S	11500	11500	4.151	249.3
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	7049	10500	1.490	7049	10140	1.44	37	331	8.97 J

Prepared by: Helen Sadik-Macdonald  
Div of Oil, Gas & Mining

Phone: (801) 538-5357  
FAX: (801) 359-3940

Date: October 20, 2009  
Salt Lake City, Utah

**Remarks:**

For this liner string, the top is rounded to the nearest 100 ft. Collapse is based on a vertical depth of 11500 ft, a mud weight of 11.8 ppg. The Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

*Engineering responsibility for use of this design will be that of the purchaser.*

**BOPE REVIEW****Enerplus Windy Ridge-Livsey 25-15 43-047-40605-0000**

Well Name	Enerplus Windy Ridge-Livsey 25-15 43-047-40605-0000		
	String 1	String 2	String 3
Casing Size (")	9 7/8	7	5
Setting Depth (TVD)	2400	9220	11500
Previous Shoe Setting Depth (TVD)	100	2400	9220
Max Mud Weight (ppg)	8.5	8.6	11.8
BOPE Proposed (psi)	500	5000	5000
Casing Internal Yield (psi)	3520	8160	10140
Operators Max Anticipated Pressure (psi)	7215		12.1 ppg

<b>Calculations</b>	<b>String 1</b>	<b>9 7/8 "</b>	
Max BHP [psi]	.052*Setting Depth*MW =	1061	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) [psi]	Max BHP-(0.12*Setting Depth) =	773	NO Air Drill
MASP (Gas/Mud) [psi]	Max BHP-(0.22*Setting Depth) =	533	NO
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth) =	555	NO <i>Reasonable Depth in area - no expected press.</i>
Required Casing/BOPE Test Pressure		2400 psi	
*Max Pressure Allowed @ Previous Casing Shoe =		100 psi	*Assumes 1psi/ft frac gradient

<b>Calculations</b>	<b>String 2</b>	<b>7 "</b>	
Max BHP [psi]	.052*Setting Depth*MW =	4123	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) [psi]	Max BHP-(0.12*Setting Depth) =	3017	YES
MASP (Gas/Mud) [psi]	Max BHP-(0.22*Setting Depth) =	2095	YES ✓
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth) =	2623	← NO <i>OK</i>
Required Casing/BOPE Test Pressure		5000 psi	
*Max Pressure Allowed @ Previous Casing Shoe =		2400 psi	*Assumes 1psi/ft frac gradient

<b>Calculations</b>	<b>String 3</b>	<b>5 "</b>	
Max BHP [psi]	.052*Setting Depth*MW =	7056	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) [psi]	Max BHP-(0.12*Setting Depth) =	5676	NO
MASP (Gas/Mud) [psi]	Max BHP-(0.22*Setting Depth) =	4526	YES ✓
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth) =	6555	YES ✓
Required Casing/BOPE Test Pressure		5000 psi	
*Max Pressure Allowed @ Previous Casing Shoe =		8160 psi	*Assumes 1psi/ft frac gradient

**From:** Duane <duane@jameskaro.com>  
**To:** Diana Mason <dianawhitney@utah.gov>  
**Date:** 9/3/2009 10:26 AM  
**Subject:** RE: Affidavit of SUA - Enerplus

Yes, I have it in the file on my desk. Larry signed it yesterday afternoon.

Thanks,

Duane

James C Karo Associates  
303-279-0789

-----Original Message-----

From: Diana Mason [mailto:dianawhitney@utah.gov]  
Sent: Thursday, September 03, 2009 10:20 AM  
To: Duane  
Subject: Re: Affidavit of SUA - Enerplus

Duane,

This affidavit is not saying that Enerplus has a signed surface agreement with Larry L. Livsey. Do you know if they do have one in place?

Diana

>>> Duane <duane@jameskaro.com> 9/3/2009 10:03 AM >>>  
Diana,

I have attached the Affidavit of Surface Use Agreement for the surface owner at the Enerplus Windy Ridge - Livsey 25-15 well, for which you have an APD. I understand this is the only item outstanding regarding the APD.

Please let me know if you have any questions,

Duane Russell  
720-935-9826

James C Karo Associates  
303-279-0789

**Helen Sadik-Macdonald - Maximum Bottom Hole Pressure - Windy Ridge-Livsey 25-15**

---

**From:** Charles Wiley  
**To:** "Helen Sadik-Macdonald"  
**Date:** 10/20/2009 2:24 PM  
**Subject:** Maximum Bottom Hole Pressure - Windy Ridge-Livsey 25-15

---

We anticipate that the maximum BHP we will see is 7,215 psi.

Charles Wiley  
Senior Engineering Advisor  
USA

THE ENERGY OF  
**enerPLUS**  
Phone: 972-618-4760  
Mobile: 214-536-7128  
E-mail: [cwiley@enerplus.com](mailto:cwiley@enerplus.com)  
[www.enerplus.com](http://www.enerplus.com)

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**OCT 20 2009**

**DIV. OF OIL, GAS & MINING**



JON M. HUNTSMAN, JR.  
Governor

GARY R. HERBERT  
Lieutenant Governor

# State of Utah

## DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER  
Executive Director

### Division of Oil, Gas and Mining

JOHN R. BAZA  
Division Director

October 26, 2009

Enerplus Resources (USA) Corporation  
1700 Lincoln St., #1300  
Denver, CO 80203-4513

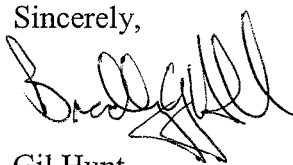
Re: Windy Ridge-Livsey 25-15 Well, 1129' FSL, 1697' FEL, SW SE, Sec. 25, T. 2 South,  
R. 1 West, Uintah County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. § 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-047-40605.

Sincerely,

  
for Gil Hunt  
Associate Director

pab  
Enclosures

cc: Uintah County Assessor





**Operator:** Enerplus Resources (USA) Corporation

**Well Name & Number** Windy Ridge-Livsey 25-15

**API Number:** 43-047-40605

**Lease:** Fee

**Location:** SW SE                      **Sec.** 25                      **T.** 2 South                      **R.** 1 West

### **Conditions of Approval**

#### **1. General**

Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

#### **2. Notification Requirements**

The operator is required to notify the Division of Oil, Gas and Mining of the following action during drilling of this well:

- 24 hours prior to cementing or testing casing – contact Dan Jarvis
- 24 hours prior to testing blowout prevention equipment – contact Dan Jarvis
- 24 hours prior to spudding the well – contact Carol Daniels
- Within 24 hours of any emergency changes made to the approved drilling program – contact Dustin Doucet
- Prior to commencing operations to plug and abandon the well – contact Dan Jarvis

The operator is required to get approval from the Division of Oil, Gas and Mining before performing any of the following actions during the drilling of this well:

- Plugging and abandonment or significant plug back of this well – contact Dustin Doucet
- Any changes to the approved drilling plan – contact Dustin Doucet

The following are Division of Oil, Gas and Mining contacts and their telephone numbers (please leave a voice mail message if the person is not available to take the call):

- Dan Jarvis at:            (801) 538-5338 office            (801) 942-0871 home
- Carol Daniels at:        (801) 538-5284 office
- Dustin Doucet at:        (801) 538-5281 office            (801) 733-0983 home

#### **3. Reporting Requirements**

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

#### **4. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)**

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**DIVISION OF OIL, GAS AND MINING**

**SPUDDING INFORMATION**

Name of Company: ENERPLUS RESOURCES (USA) CORP

Well Name: WINDY RIDGE-LIVSEY 25-15

Api No: 43-04740605 Lease Type: FEE

Section 25 Township 02S Range 01W County UINTAH

Drilling Contractor PROPETRO SERVICES RIG #

**SPUDDED:**

Date 12/15/2009

Time 6:00 PM

How DRY

**Drilling will Commence:**

Reported by VINCE GWINN

Telephone # (435) 722-6604

Date 12/16/2009 Signed CHD

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**STATE OF UTAH**  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
2. NAME OF OPERATOR: Enerplus Resources (USA) Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1700 Lincoln Street, #1300 CITY Denver STATE CO ZIP 80203		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1129' FSL & 1697' FEL		8. WELL NAME and NUMBER: Windy Ridge-Livsey 25-15
PHONE NUMBER: (720) 279-5500		9. API NUMBER: 4304740605
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSE 25 2S 1W USB&M		10. FIELD AND POOL, OR WILDCAT: Undesignated

COUNTY: Uintah

STATE: UTAH

## 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 12/17/2009	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

## 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

The APD for this well was approved 10-26-2009 and called for 2400' of 9.625"-J55-36#/ft casing cemented to the surface. While drilling the 12.25" surface casing hole, heaving shale was encountered at 1680' and drilling could not be resumed with the Pro Petro drilling rig. Mr. Dustin Doucet was consulted and approved setting the 9.625" casing at 1680' (instead of the planned 2400') and cementing to surface. We will comply with Mr. Doucet's requirement that, when the 7" casing is set, it shall be cemented up into the 9.625" so that there is an overlap.

COPY SENT TO OPERATOR

Date: 12.29.2009

Initials: KS

NAME (PLEASE PRINT) Charles B. Wiley

TITLE Senior Engineering Advisor

SIGNATURE

DATE 12/17/2009

(This space for State use only)

APPROVED BY THE STATE  
OF UTAH DIVISION OF  
OIL, GAS AND MINING  
DATE: 12/17/09  
BY: [Signature]

(See Instructions on Reverse Side)

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DIV. OF OIL, GAS &amp; MINING

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

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FORM 6

DEC 28 2009

DIV. OF OIL, GAS & MINING

**ENTITY ACTION FORM**

Operator: Enerplus Resources (USA) Corporation Operator Account Number: N 3340  
Address: 1700 Lincoln Street, Suite 1300  
city Denver  
state CO zip 80203-4513 Phone Number: (720) 279-5500

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304740605	Windy Ridge-Livsey 25-15		SWSE	25	2S	1W	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	99999	17441	12/15/2009			1/12/2010	
Comments: <i>WSTC</i>							

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Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
Comments:							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
Comments:							

**ACTION CODES:**

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

Charles B. Wiley

Name (Please Print)

Signature

Senior Engineering Advisor

Title

12/23/2009

Date

**STATE OF UTAH**  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

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FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: <b>Fee</b>
2. NAME OF OPERATOR: <b>Enerplus Resources (USA) Corporation</b>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1700 Lincoln St., #1300 CITY <b>Denver</b> STATE <b>CO</b> ZIP <b>80203-4513</b>		7. UNIT or CA AGREEMENT NAME:
PHONE NUMBER: <b>(720) 279-5500</b>		8. WELL NAME and NUMBER: <b>Windy Ridge-Livsey 25-15</b>
4. LOCATION OF WELL FOOTAGES AT SURFACE: <b>1129' FSL &amp; 1697' FEL of Section 25-T2S-R1W</b>		9. API NUMBER: <b>43-047-40605</b>
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: <b>SWSE 25 2S 1W</b>		10. FIELD AND POOL, OR WILDCAT: <b>Undesignated</b>

COUNTY: **Uintah**

STATE: **UTAH**

**11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA**

TYPE OF SUBMISSION	TYPE OF ACTION	TYPE OF ACTION
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate)  Approximate date work will start:  <input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only)  Date of work completion: <b>Ongoing</b>	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PLUG BACK <input type="checkbox"/> PRODUCTION (START/RESUME) <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TEMPORARILY ABANDON <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> WATER SHUT-OFF <input checked="" type="checkbox"/> OTHER: <b>Monthly Progress Report</b>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Moved in Frontier 2 drilling rig on 12/21/09 and begin drilling 12/25/09. Reached TD on 1/22/10, ran production casing and cemented in place. Released Frontier 2 on 1/25/10. Plan to start completion 3/15/10.

NAME (PLEASE PRINT) <b>Charles B. Wiley</b>	TITLE <b>Senior Engineering Advisor</b>
SIGNATURE	DATE <b>3/10/2010</b>

(This space for State use only)

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**MAR 15 2010**

**DIV. OF OIL, GAS & MINING**

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STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 9

## SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
2. NAME OF OPERATOR: Enerplus Resources (USA) Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1700 Lincoln St. #1300 CITY Denver STATE CO ZIP 80203-4513		7. UNIT or CA AGREEMENT NAME:
PHONE NUMBER: (720) 279-5500		8. WELL NAME and NUMBER: Windy Ridge-Livsey 25-15
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1129' FSL & 1697' FEL of Section 25-T2S-R1W QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSE 25 2S 1W		9. API NUMBER: 4304740605
		10. FIELD AND POOL, OR WILDCAT: Undesignated
		COUNTY: Uintah
		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: <u>Ongoing</u>	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Monthly Progress Report</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

From 2/1/10 to 3/4/10 built production facilities. On 3/14/10 started completion. On 3/15/10 fracture stimulated well. On 3/29/10 moved in pulling unit to drill out frac plugs and prepare well for production. Began producing well on 4/7/10. Completion report will be filed in the next two weeks.

NAME (PLEASE PRINT) <u>Charles B. Wiley</u>	TITLE <u>Senior Engineering Advisor</u>
SIGNATURE <u>Charles B. Wiley</u>	DATE <u>4/13/2010</u>

(This space for State use only)

RECEIVED

APR 19 2010

DIV. OF OIL, GAS & MINING

**CONFIDENTIAL**  
OFFICE OF UTAH  
NATURAL RESOURCES  
GAS AND MINING

5. LEASE DESIGNATION AND SERIAL NUMBER:  
Fee

## 6. IF INDIAN, ALLOTTEE OR TRIBE NAME

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

8. WELL NAME and NUMBER:  
Windy Ridge-Livsey 25-15

9. API NUMBER:  
4304740605

PHONE NUMBER:  
(720) 279-5500

10 FIELD AND POOL, OR WILDCAT  
Undesignated

11. QTR/QTR, SECTION, TOWNSHIP, RANGE,  
MERIDIAN:  
SWSE 25 2S 1W

12. COUNTY Uintah	13. STATE UTAH
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☒ 17. ELEVATIONS (DF, RKB, RT, GL):  
5.004' GL

NY? *	21. DEPTH BRIDGE PLUG SET:	MD TVD
-------	-------------------------------	-----------

23.

WAS WELL CORED?	NO <input checked="" type="checkbox"/>	YES <input type="checkbox"/>	(Submit analysis)
WAS DST RUN?	NO <input checked="" type="checkbox"/>	YES <input type="checkbox"/>	(Submit report)
DIRECTIONAL SURVEY?	NO <input checked="" type="checkbox"/>	YES <input type="checkbox"/>	(Submit copy)

[illegible]

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2 7/8"	8.950							

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
(A) WASATCH	9,252	10,432	9,252	10,432	9,252 10,432	.38	2	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
(B)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
(C)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
(D)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
9252-10432	218,750 gallons and 381,000# of 30/50 Prime Plus

☒ ELECTRICAL/MECHANICAL LOGS      ☐ GEOLOGIC REPORT      ☐ DST REPORT      ☐ DIRECTIONAL SURVEY  
☐ SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION      ☐ CORE ANALYSIS      ☐ OTHER:

## Producing

(CONTINUED ON BACK)

**RECEIVED**  
**MAY 03 2010**

# DIV. OF OIL, GAS & MINING

## 31. INITIAL PRODUCTION

## INTERVAL A (As shown in item #26)

DATE FIRST PRODUCED: 3/16/2010	TEST DATE: 3/23/2010	HOURS TESTED: 24	TEST PRODUCTION RATES: →	OIL – BBL: 395	GAS – MCF: 145	WATER – BBL: 165	PROD. METHOD: flowing
CHOKE SIZE: 15/64	TBG. PRESS. 250	CSG. PRESS. 625	API GRAVITY 41.50	BTU – GAS 1,350	GAS/OIL RATIO 367	24 HR PRODUCTION RATES: →	INTERVAL STATUS: producing

## INTERVAL B (As shown in item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	INTERVAL STATUS:

## INTERVAL C (As shown in item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	INTERVAL STATUS:

## INTERVAL D (As shown in item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	INTERVAL STATUS:

## 32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

Sold to El Paso Production Oil &amp; Gas Gathering LP

## 33. SUMMARY OF POROUS ZONES (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

## 34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
Wasatch	9,766	10,155		Eocene Green River	2,885
				Eocene Trona	4,470
				Eocene Base Trona	5,140
				Eocene Mahogany Bench	6,502
				Eocene Base Mahogany Ben	6,570
				Eocene Tgr3 Marker	7,443
				Eocene "HI" Marker	7,647
				Eocene "I" Marker	8,004
				Eocene "K" Marker	8,284
				Eocene "CP70" Correlation pt	8,764

## 35. ADDITIONAL REMARKS (Include plugging procedure)

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

NAME (PLEASE PRINT)

Meghan Calenzo

TITLE

Engineering Tech

SIGNATURE

Meghan Calenzo

DATE

4/29/10

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

\* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

\*\* ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining  
1594 West North Temple, Suite 1210  
Box 145801  
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

Fax: 801-359-3940



34.

**Log Tops**

<u>Formation</u>	<u>Log Top</u>
Eocene Green River/Wasatch Transition	9,224
Eocene Wasatch	9,652
TD	11,050

**Enerplus Resources, Windy Ridge-Livsey 25-15**

Division of Oil, Gas and Mining  
**OPERATOR CHANGE WORKSHEET (for state use only)**

**ROUTING**  
**CDW**

**X - Change of Operator (Well Sold)**

Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

**3/1/2012**

**FROM: (Old Operator):**

N3340 -Enerplus Resources (USA) Corporation  
 950 17th Street Ste 2200  
 Denver CO 80202

Phone: 1 (720) 279-5500

**TO: ( New Operator):**

N2165 -Bill Barrett Corporation  
 1099 18th Street Ste 2300  
 Denver CO 80202

Phone: 1 (303) 312-8115

**CA No.**

**Unit:**

**N/A**

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
See Attached List (5 wells)								

**OPERATOR CHANGES DOCUMENTATION**

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 3/1/2012
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 3/1/2012
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 3/19/2012
- Is the new operator registered in the State of Utah: Business Number: 5239043-0143
- (R649-9-2)Waste Management Plan has been received on: Yes
- Inspections of LA PA state/fee well sites complete on: N/A
- Reports current for Production/Disposition & Sundries on: 3/19/2012
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM N/A BIA N/A
- Federal and Indian Units:**  
The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
- Federal and Indian Communization Agreements ("CA"):**  
The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to **Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

**DATA ENTRY:**

- Changes entered in the **Oil and Gas Database** on: 3/19/2012
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 3/19/2012
- Bond information entered in RBDMS on: 3/19/2012
- Fee/State wells attached to bond in RBDMS on: 3/19/2012
- Injection Projects to new operator in RBDMS on: N/A
- Receipt of Acceptance of Drilling Procedures for APD/New on: 3/1/2012

**BOND VERIFICATION:**

- Federal well(s) covered by Bond Number: N/A
- Indian well(s) covered by Bond Number: N/A
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number LPM4138148
- The **FORMER** operator has requested a release of liability from their bond on:

**LEASE INTEREST OWNER NOTIFICATION:**

- (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 3/19/2012

**COMMENTS:**

Enerplus Resources (USA) Corporation (N3340) to Bill Barrett Corporation (N2165)

BIRMINGHAM 23-15	23	020S	010W	4304751114		Fee	OW	APD	C
KILLIAN 34-12	34	020S	020W	4301350407		Fee	OW	APD	C
WINDY RIDGE-COOK 25-5	25	020S	010W	4304751225		Fee	OW	APD	C
WINDY RIDGE-ROOSEVELT 36-11	36	020S	010W	4304751115		Fee	OW	APD	C
WINDY RIDGE-LIVSEY 25-15	25	020S	010W	4304740605	17441	Fee	OW	P	

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
2. NAME OF OPERATOR: Enerplus Resources (USA) Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 950 17th Street Suite 2200 CITY Denver STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1129 FSL and 1697 FEL		8. WELL NAME and NUMBER: Windy Ridge Livsey 25-15
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSE 25 T2S R1W		9. API NUMBER: 4304740605
PHONE NUMBER: (720) 279-5500		10. FIELD AND POOL, OR WILDCAT: Undesignated

COUNTY: Uintah

STATE:

UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <del>2/28/2012</del> 11/1/11	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Change Operator to Bill Barrett Corporation, 1099 18th Street Suite 2300, Denver, CO 80202 effective ~~2/28/2012~~ 11/1/11 3/1/12  
Per BR

NAME (PLEASE PRINT)

Erin K Joseph

TITLE

Sr Regulatory Analyst

SIGNATURE

*Erin K Joseph*

DATE

2/28/2012

(This space for State use only)

APPROVED 03/19/2012

Earlene Russell  
Division of Oil, Gas and Mining  
Earlene Russell, Engineering Technician

RECEIVED

MAR 01 2012

DIV. OF OIL, GAS & MINING

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL ☒ GAS WELL ☐ OTHER \_\_\_\_\_

2. NAME OF OPERATOR:  
Bill Barrett Corporation

3. ADDRESS OF OPERATOR:  
1099 18th Street, Suite \_\_\_\_\_ CITY Denver STATE CO ZIP 80202

PHONE NUMBER:  
(303) 312-8115

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 1129' FSL, 1697' FEL

COUNTY: Uintah

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSE 25 2S 1W U

STATE:

UTAH

5. LEASE DESIGNATION AND SERIAL NUMBER:

Fee

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

N/A

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:

Windy Ridge-Livsey 25-15

9. API NUMBER:

4304740605

10. FIELD AND POOL, OR WILDCAT:

Undesignated

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 11/1/11	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER:
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BILL BARRETT CORPORATION IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE ABOVE-MENTIONED WELL WILL BE OPERATED BY BILL BARRETT CORPORATION (BOND # 4138148 ) EFFECTIVE 3/1/12. PLEASE REFER ALL FUTURE CORRESPONDENCE TO BRADY RILEY AT THE FOLLOWING ADDRESS:

per Brady Riley  
3/6/12

BILL BARRETT CORPORATION  
1099 18TH STREET, SUITE 2300  
DENVER, CO 80202  
PHONE: 303-312-8115  
FAX: 303-291-0420

Huntington T Walker Name (Please Print)  
Bill Barrett Corporation (Operator N2165)  
1099 18th Street, Suite 2300, Denver, CO 80202

Sr. VP - Land (Title)

Huntington T Walker Signature

Feb. 28, 2012 (Date)

NAME (PLEASE PRINT)

Tracey Fallang

TITLE

Regulatory Manager

SIGNATURE

DATE

3/28/12

RECEIVED

(This space for State use only)

APPROVED 03/19/2012

Earlene Russell

Division of Oil, Gas and Mining (See Instructions on Reverse Side)

Earlene Russell, Engineering Technician

MAR 01 2012

DIV. OF OIL, GAS & MINING

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		<b>FORM 9</b>
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		<b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> FEE
<b>1. TYPE OF WELL</b> Oil Well		<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b>
<b>2. NAME OF OPERATOR:</b> BILL BARRETT CORP		<b>7. UNIT or CA AGREEMENT NAME:</b>
<b>3. ADDRESS OF OPERATOR:</b> 1099 18th Street Ste 2300 , Denver, CO, 80202		<b>8. WELL NAME and NUMBER:</b> WINDY RIDGE-LIVSEY 25-15
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 1129 FSL 1697 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: SWSE Section: 25 Township: 02.0S Range: 01.0W Meridian: U		<b>9. API NUMBER:</b> 43047406050000
<b>PHONE NUMBER:</b> 303 312-8164 Ext		<b>9. FIELD and POOL or WILDCAT:</b> BLUEBELL
<b>COUNTY:</b> UINTAH		<b>STATE:</b> UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION
<input checked="" type="checkbox"/> <b>NOTICE OF INTENT</b> Approximate date work will start: <b>5/28/2012</b>	<div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"><input type="checkbox"/> ACIDIZE</div> <div style="width: 33%;"><input type="checkbox"/> ALTER CASING</div> <div style="width: 33%;"><input type="checkbox"/> CASING REPAIR</div> <div style="width: 33%;"><input type="checkbox"/> CHANGE TO PREVIOUS PLANS</div> <div style="width: 33%;"><input type="checkbox"/> CHANGE TUBING</div> <div style="width: 33%;"><input type="checkbox"/> CHANGE WELL NAME</div> <div style="width: 33%;"><input type="checkbox"/> CHANGE WELL STATUS</div> <div style="width: 33%;"><input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS</div> <div style="width: 33%;"><input type="checkbox"/> CONVERT WELL TYPE</div> <div style="width: 33%;"><input type="checkbox"/> DEEPEN</div> <div style="width: 33%;"><input type="checkbox"/> FRACTURE TREAT</div> <div style="width: 33%;"><input type="checkbox"/> NEW CONSTRUCTION</div> <div style="width: 33%;"><input type="checkbox"/> OPERATOR CHANGE</div> <div style="width: 33%;"><input type="checkbox"/> PLUG AND ABANDON</div> <div style="width: 33%;"><input type="checkbox"/> PLUG BACK</div> <div style="width: 33%;"><input type="checkbox"/> PRODUCTION START OR RESUME</div> <div style="width: 33%;"><input type="checkbox"/> RECLAMATION OF WELL SITE</div> <div style="width: 33%;"><input checked="" type="checkbox"/> RECOMPLETE DIFFERENT FORMATION</div> <div style="width: 33%;"><input type="checkbox"/> REPERFORATE CURRENT FORMATION</div> <div style="width: 33%;"><input type="checkbox"/> SIDETRACK TO REPAIR WELL</div> <div style="width: 33%;"><input type="checkbox"/> TEMPORARY ABANDON</div> <div style="width: 33%;"><input type="checkbox"/> TUBING REPAIR</div> <div style="width: 33%;"><input type="checkbox"/> VENT OR FLARE</div> <div style="width: 33%;"><input type="checkbox"/> WATER DISPOSAL</div> <div style="width: 33%;"><input type="checkbox"/> WATER SHUTOFF</div> <div style="width: 33%;"><input type="checkbox"/> SI TA STATUS EXTENSION</div> <div style="width: 33%;"><input type="checkbox"/> APD EXTENSION</div> <div style="width: 33%;"><input type="checkbox"/> WILDCAT WELL DETERMINATION</div> <div style="width: 33%;"><input type="checkbox"/> OTHER</div> </div>
<input type="checkbox"/> <b>SUBSEQUENT REPORT</b> Date of Work Completion:	
<input type="checkbox"/> <b>SPUD REPORT</b> Date of Spud:	
<input type="checkbox"/> <b>DRILLING REPORT</b> Report Date:	
OTHER: <input style="width: 100%;" type="text"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BBC hereby requests permission to recomplete the subject well. The Lower Green River will be perforated and fraced per the procedure attached.

**Approved by the  
Utah Division of  
Oil, Gas and Mining**

Date: May 24, 2012

By: 

<b>NAME (PLEASE PRINT)</b> Venessa Langmacher	<b>PHONE NUMBER</b> 303 312-8172	<b>TITLE</b> Senior Permit Analyst
<b>SIGNATURE</b> N/A	<b>DATE</b> 5/10/2012	



**Windy Ridge Livsey 25-15**  
**RECOMPLETE PROCEDURES**  
Section 25-T2S-R1W  
Duchesne County, Utah  
API # 43-047-40605

**May 9, 2012**

**AFE #**

**OBJECTIVE**

Pull existing rods and tubing, set 5" CIBP above existing perforations, and prepare wellbore for a Lower Green River recomplete. Perforate and frac Lower Green River per the procedure below. Drill out CBP's run tubing and return well to production.

**MATERIAL NEEDS:**

Fresh Water: 12,000 BBL's  
Sand: 500,000 pounds 20/40 White and 71,000 pounds 100 Mesh, to be supplied  
by Service Company

**CURRENT WELL STATUS**

Currently the well is producing 13 BOPD, 8 BWPD, and 9 MCF.

**COMPLETION PROCEDURE**

1. **Safety is the highest priority.** Hold wellsite safety meetings each morning and prior to each significant operation. Review critical parameters and objectives as well as emergency action plans.
2. Hold and document pre-activity meeting, determine location of necessary equipment and rig up of same, be sure all necessary contractors are present and agree as to the layout of location.
3. Spot necessary tanks and flowback equipment to perform the work outlined below and accommodate the materials listed above.
4. Pressure test flowback iron.
5. MIRU workover rig to pull and lay down rods and tubing.
6. Flush well with 400 BBL's heated fresh water using workover rig pump.



7. RDMO workover rig and associated equipment.
8. MIRU WL unit and lubricator.
9. RIH with gage ring to 9,200'.
10. RIH with 5" CIBP set at 9,100' MD.
11. ND production tree and NU frac tree.
12. Pressure test casing and CIBP to 4,500 psi, hold for 15 minutes, monitor and record bleed off.
13. Perforate Stage 1R of Lower Green River as follows:

<b>STAGE 1R</b>				
<b>GUN SYSTEM</b>	3 1/8			
<b>CHARGE</b>	3104 PJO			
	8653	8654	3	120
	8689	8690	3	120
	8723	8724	3	120
	8735	8736	3	120
	8760	8761	3	120
	8777	8778	3	120
	8803	8804	3	120
	8839	8840	3	120
	8871	8872	3	120
	8879	8880	3	120
	8893	8894	3	120
	8900	8901	3	120
	8925	8926	3	120
	8939	8940	3	120
	8947	8948	3	120
<b>Total</b>			45	

14. MIRU & spot Frac equipment.
15. Pressures test all lines to 10,000 psi.
16. Fracture stimulate interval # 1R per designs.
17. PU & RIH with 7" CBP and perforating guns.
18. Set CBP @ 8,550'.
19. Perforate Stage 2R of Lower Green River as follows:





<b>STAGE 2R</b>				
<b>GUN SYSTEM</b>	3 1/8			
<b>CHARGE</b>	3104 PJO			
	8259	8260	3	120
	8273	8274	3	120
	8289	8290	3	120
	8306	8307	3	120
	8339	8340	3	120
	8365	8366	3	120
	8386	8387	3	120
	8409	8410	3	120
	8447	8448	3	120
	8481	8482	3	120
	8501	8502	3	120
	8513	8515	6	120
	8529	8530	3	120
<b>Total</b>			42	

20. Fracture stimulate interval #2R per design.

21. PU & RIH with 7" CBP and perforating guns.

22. Set CBP @ 8,243'.

23. Perforate Stage 3R of Lower Green River as follows:

<b>STAGE 3R</b>				
<b>GUN SYSTEM</b>	3 1/8			
<b>CHARGE</b>	3104 PJO			
	7973	7974	3	120
	7987	7988	3	120
	7997	7998	3	120
	8015	8016	3	120
	8033	8034	3	120
	8072	8073	3	120
	8112	8113	3	120
	8137	8138	3	120
	8153	8154	3	120
	8173	8174	3	120
	8195	8196	3	120
	8222	8223	3	120
<b>Total</b>			36	

24. Fracture stimulate Lower Green River interval # 3R per design.



25. PU & RIH with CBP and perforating guns.

26. Set 7" CBP @ 7,981'.

27. Perforate Stage 4R of Lower Green River as follows:

<b>STAGE 4R</b>				
<b>GUN SYSTEM</b>	3 1/8			
<b>CHARGE</b>	3104 PJO			
	7601	7602	3	120
	7631	7632	3	120
	7652	7653	3	120
	7683	7684	3	120
	7713	7714	3	120
	7741	7742	3	120
	7759	7760	3	120
	7765	7766	3	120
	7783	7784	3	120
	7793	7794	3	120
	7803	7804	3	120
	7811	7812	3	120
	7827	7828	3	120
	7858	7859	3	120
	7897	7898	3	120
<b>Total</b>			45	

28. Fracture stimulate Lower Green River interval # 4R per design.

29. PU & RIH with 7" CBP and perforating guns.

30. Set CBP @ +/- 7,300'.

31. RD Halliburton frac equipment, clear location of all unnecessary personnel and equipment.

32. ND frac tree and NU production tree and BOP's.

33. MIRU workover rig unit.

34. Drill out CBP's to 8,990'.

35. Top kill well and TOO H with tubing and bit.

36. RIH with open ended tubing and land at +/- 7,700'.

37. Return well to production.

**CASING DATA**

STRING	SIZE	WEIGHT	GRADE	DEPTH
Surface	9-5/8"	36#	J-55	2,121'
Intermediate	7"	29#	N-80	9,212'
Production	5"	18#	L-80	8,990-11,048'

**PRESSURE AND DIMENSIONAL DATA**

SIZE	WEIGHT	GRADE	BURST	COLLAPSE	DRIFT
7"	29#	N-80	8,160 psi	7,020 psi	6.059"
5"	17.0#	I-80	10,810 psi	14,400 psi	3.875"

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		<b>FORM 9</b>
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		<b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> FEE
<b>1. TYPE OF WELL</b> Oil Well		<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b>
<b>2. NAME OF OPERATOR:</b> BILL BARRETT CORP		<b>7. UNIT or CA AGREEMENT NAME:</b>
<b>3. ADDRESS OF OPERATOR:</b> 1099 18th Street Ste 2300 , Denver, CO, 80202		<b>8. WELL NAME and NUMBER:</b> WINDY RIDGE-LIVSEY 25-15
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 1129 FSL 1697 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: SWSE Section: 25 Township: 02.0S Range: 01.0W Meridian: U		<b>9. API NUMBER:</b> 43047406050000
<b>PHONE NUMBER:</b> 303 312-8164 Ext		<b>9. FIELD and POOL or WILDCAT:</b> BLUEBELL
<b>COUNTY:</b> UINTAH		<b>STATE:</b> UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE  <input type="checkbox"/> CHANGE TO PREVIOUS PLANS  <input type="checkbox"/> CHANGE WELL STATUS  <input type="checkbox"/> DEEPEN  <input type="checkbox"/> OPERATOR CHANGE  <input type="checkbox"/> PRODUCTION START OR RESUME  <input type="checkbox"/> REPERFORATE CURRENT FORMATION  <input type="checkbox"/> TUBING REPAIR  <input type="checkbox"/> WATER SHUTOFF  <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING  <input type="checkbox"/> CHANGE TUBING  <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS  <input type="checkbox"/> FRACTURE TREAT  <input type="checkbox"/> PLUG AND ABANDON  <input type="checkbox"/> RECLAMATION OF WELL SITE  <input type="checkbox"/> SIDETRACK TO REPAIR WELL  <input type="checkbox"/> VENT OR FLARE  <input type="checkbox"/> SI TA STATUS EXTENSION  <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR  <input type="checkbox"/> CHANGE WELL NAME  <input type="checkbox"/> CONVERT WELL TYPE  <input type="checkbox"/> NEW CONSTRUCTION  <input type="checkbox"/> PLUG BACK  <input checked="" type="checkbox"/> RECOMPLETE DIFFERENT FORMATION  <input type="checkbox"/> TEMPORARY ABANDON  <input type="checkbox"/> WATER DISPOSAL  <input type="checkbox"/> APD EXTENSION	OTHER: <input style="width: 100px;" type="text"/>
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <b>7/19/2012</b>				
<input type="checkbox"/> SPUD REPORT Date of Spud:				
<input type="checkbox"/> DRILLING REPORT Report Date:				

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.  
  
 Attached to this sundry are procedures that took place to recomplete the Lower Green River formation on this well from 7/15/2012 - 7/19/2012. Please contact Megan Finnegan at 303-299-9949 with questions.

**Accepted by the**  
**Utah Division of**  
**Oil, Gas and Mining**  
**FOR RECORD ONLY**  
 August 01, 2012

<b>NAME (PLEASE PRINT)</b> Megan Finnegan	<b>PHONE NUMBER</b> 303 299-9949	<b>TITLE</b> Permit Analyst
<b>SIGNATURE</b> N/A	<b>DATE</b> 7/24/2012	


**Windy Ridge Livsey 25-15 (Recomplet 7/15/2012 00:00 - 7/16/2012 06:00)**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
	UT	Duchesne	South Altamont	PRODUCING		Recompletion

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
00:00	1.00	01:00	SMTG	Safety Meeting	HOLD SAFETY MEETING W/ ALL CONTRACTORS ON DAILY OPERATION.
01:00	3.50	04:30	SRIG	Rig Up/Down	MIRU STINGER, SLB WIRELINE, WEATHERFORD CRANE, STS 10K 7-1/16 LUBRICATOR & HALCO FRAC EQUIPMENT.
04:30	4.50	09:00	CTUW	W/L Operation	R/U SLB WIERLINE. OPEN WELL 0 PSI. RIH W/ 3-1/8 3104 PJ OMEGA PERF GUN'S, 16 GRAMS, 120 PHASING, PERF STG #1 F/ 8870' TO 9130'. 51 HOLES. UNABLE TO PERF ZONES 9178'- 80', 9177'- 72' & 9147'- 48' DUE TO 5" CIBP SET @ 9130'. R/D SLB.
09:00	2.00	11:00	SRIG	Rig Up/Down	R/U STINGER & HALCO TO WELLHEAD. SWIFN.
11:00	13.00	00:00	LOCL	Lock Wellhead & Secure	WELL SHUT IN & SECURE.

**Windy Ridge Livsey 25-15 (Recomplet 7/16/2012 06:00 - 7/17/2012 06:00)**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
	UT	Duchesne	South Altamont	PRODUCING		Recompletion

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	SMTG	Safety Meeting	HOLD SAFETY MEETING W/ ALL CONTRATORS ABOUT DAILY OPERATION. .
07:00	1.50	08:30	FRAC	Frac. Job	R/U HALCO FRAC CREW. PRESSURE TEST LINE'S & EQUIPMENT TO 8000 PSI. 10K 5" CBP @ 9130'. PERF'S F/ 8870' TO 9130', TOTAL PERF HOLES 51. OPEN WELL 600 PSI. BREAK DOWN FORMATION @ 9.9 BPM, 4979 PSI. PUMPED 93 BBL'S 15 % HCL & 102 BIO-BALLS. ISIP-3532. EST HOLES OPEN 34. FRAC GRADIENT .83. PUMP X- LINK FRAC ON DOUGLAS CREEK FORMATION. AVG RATE- 70.1. MAX RATE- 70.7. AVG PSI- 4470. MAX- PSI- 4914. TOTAL BBL'S 3% KCL - 3392. TOTAL X- LINK FLUID - 66,907 GAL. TOTAL 100 MESH SAND- 12,300# TOTAL 20/40 SAND- 167,720#. ISIP- 3746. FRAC GRADIENT .86, R/D HALCO OFF OF WELLHEAD.
08:30	1.00	09:30	SRIG	Rig Up/Down	EQUALIZE WELL. R/D STINGER.
09:30	1.50	11:00	PFRT	Perforating	R/U SLB E-LINE. RIH W/ 10K 7" CBP & 3-1/8 3104 PJO PERF GUN'S, 16 GRAMS, 120 PHASING. SET 7" 10K CBP @ 8798'. PERF STG #2 F/ 8481' TO 8778'. POOH W/ PERF GUN & SETTING TOOL. ALL GUNS FIRED. TOTAL HOLE'S 45. R/D SLB E-LINE.
11:00	1.00	12:00	SRIG	Rig Up/Down	R/U STINGER & TEST CUP'S.
12:00	1.50	13:30	FRAC	Frac. Job	R/U HALCO FRAC CREW. PRESSURE TEST LINE'S & EQUIPMENT TO 8000 PSI. 10K CBP @ 8798'. PERF'S F/ 8481' TO 8778', TOTAL PERF HOLE'S 45. OPEN WELL 3318 PSI. BREAK DOWN FORMATION @ 10 BPM, 3720 PSI. PUMPED 93 BBL'S 15 % HCL & 90 BIO-BALLS. ISIP- 3441 EST HOLE'S OPEN 36. FRAC GRADIENT .84. PUMP X- LINK FRAC ON DOUGLAS CREEK FORMATION. AVG RATE- 70.4 MAX RATE- 70.9. AVG PSI- 4036. MAX- PSI- 4525. TOTAL BBL'S 3% KCL - 3226. TOTAL X - LINK FLUID - 62,520 GAL. TOTAL 100 MESH SAND - 11,300# TOTAL 20/40 SAND- 158,100#. ISIP- 3617. FRAC GRADIENT .86, R/D HALCO OFF OF WELLHEAD.
13:30	1.00	14:30	SRIG	Rig Up/Down	EQUALIZE WELL. R/D STINGER.
14:30	1.50	16:00	CTUW	W/L Operation	R/U SLB E-LINE. RIH W/ 10K 7" CBP & 3-1/8 3104 PJO PERF GUN'S, 16 GRAMS, 120 PHASING. SET 7" 10K CBP @ 8430'. PERF STG #3 F/ 8104' TO 7843'. POOH W/ PERF GUN & SETTING TOOL. ALL GUNS FIRED. TOTAL HOLE'S 45. R/D SLB E-LINE.
16:00	1.00	17:00	SRIG	Rig Up/Down	R/U STINGER & TEST CUP'S.
17:00	1.50	18:30	FRAC	Frac. Job	R/U HALCO FRAC CREW. PRESSURE TEST LINE'S & EQUIPMENT TO 8000 PSI. 10K CBP @ 8430'. PERF'S F/ 8071' TO 8410', TOTAL PERF HOLE'S 45. OPEN WELL 2330 PSI. BREAK DOWN FORMATION @ 10.5 BPM, 4119 PSI. PUMPED 93 BBL'S 15 % HCL & 90 BIO-BALLS. ISIP- 3057 EST HOLE'S OPEN 27. FRAC GRADIENT .81. PUMP X- LINK FRAC ON DOUGLAS CREEK FORMATION. AVG RATE- 70.4 MAX RATE- 70.7. AVG PSI- 3933. MAX- PSI- 4512. TOTAL BBL'S 3% KCL - 3275. TOTAL X - LINK FLUID - 62,867 GAL. TOTAL 100 MESH SAND - 12,340# TOTAL 20/40 SAND- 154,400#. ISIP- 3275. FRAC GRADIENT .84, R/D HALCO OFF OF WELLHEAD.
18:30	1.50	20:00	CTUW	W/L Operation	R/U SLB E-LINE. RIH W/ 10K 7" CBP. SET KILL PLUG @ 8010'. POOH W/ SETTING TOOL. BLEED WELL OFF. WELL DEAD. R/D SLB. SWIFN.
20:00	10.00	06:00	LOCL	Lock Wellhead & Secure	WELL SHUT IN & SECURE.

**Windy Ridge Livsey 25-15 (Recomplet 7/17/2012 06:00 - 7/18/2012 06:00)**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
	UT	Duchesne	South Altamont	PRODUCING		Recompletion

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL, SAFETY MEETING
07:00	1.00	08:00	RMOV	Rig Move	ROAD RIG F/ BTR 10-36 TO WINDY RIDGE 25-15
08:00	1.00	09:00	SRIG	Rig Up/Down	SPOT IN RIG & RU
09:00	0.50	09:30	RWHD	Remove Wellhead	ND FRAC TREE
09:30	0.50	10:00	BOPI	Install BOP's	NU BOP'S
10:00	0.50	10:30	GOP	General Operations	RU FLOOR & EUIPMENT
10:30	1.50	12:00	GOP	General Operations	SPOT IN CAT WALK & PIPE RACKS, TRUCK CAN NOT GET UNDER TBG FLOAT DUE TO LEGGS SINKING IN DIRT, WAIT ON LT TRUCKING TO BRING TRUCK TO MOVE TBG FLOAT
12:00	1.50	13:30	GOP	General Operations	LOAD TBG ON PIPE RACKS F/ TBG FLOAT & TALLY TOP ROW
13:30	3.50	17:00	RUTB	Run Tubing	MU 6" TRI CONE BIT & POBS, 1 JT 2 7/8 TBG, XN NIPPLE & RIH PICKING UP & TALLYING 245 JTS 2 7/8 TBG TOTAL TO TAG KILL PLUG @ 8010'
17:00	2.00	19:00	DOPG	Drill Out Plugs	RIG UP SWIVEL, LOAD TBG & DRILL OUT KILL PLUG @ 8010', TOOK 1500 PSI KICK, CLEAN UP CSG, SECURE WELL, SDFN, WELL SHUT IN

**Windy Ridge Livsey 25-15 (Recomplet 7/18/2012 06:00 - 7/19/2012 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
	UT	Duchesne	South Altamont	PRODUCING		Recompletion

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL, SAFETY MEETING, SICP 1700 PSI
07:00	5.50	12:30	DOPG	Drill Out Plugs	BREAK CIRC., CLEAN UP PLUG PARTS @ 8010, CSG @ 700 PSI, RIH TAG UP @ 8410', 20' SAND ON PLUG, CLEAN DOWN TO CIBP @ 8430', DRILL OUT CIBP, CSG @ 1700 PSI, RIH TO TAG @ 8770', 28' SAND ON PLUG, CSG @ 1500 PSI, CLEAN DOWN TO PLUG @ 8798', DRILL OUT PLUG, RIH TO LINER TOP @ 8990'
12:30	1.00	13:30	CLN	Clean Out Hole	CIRC. BOTTOMS UP CLEAN
13:30	1.00	14:30	PULT	Pull Tubing	LAY DOWN SWIVEL, LAY DOWN 30 JTS. 2 7/8 TBG TO 8055', TOP PERF @ 8071'
14:30	2.50	17:00	GOP	General Operations	RIG DOWN FLOOR & LAND TBG, HARD TIME TO GET TBG HANGER TO SEAL OFF
17:00	1.00	18:00	IWHD	Install Wellhead	ND BOP'S, NU WELL HEAD FLANGE & VALVE, TURN WELL OVER TO ROUSTABOUTS & FLOW WATCH, SICP 1200 PSI
18:00	1.00	19:00	SRIG	Rig Up/Down	RIG DOWN RIG & RACK UP RIG EQUIPMENT, READY TO RIG MOVE TO 8-6-45 BTR IN AM, SDFN

**STATE OF UTAH**  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

AMENDED REPORT ☐ FORM 8  
(highlight changes)

**WELL COMPLETION OR RECOMPLETION REPORT AND LOG**

5. LEASE DESIGNATION AND SERIAL NUMBER:  
**FEE**

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT or CA AGREEMENT NAME

8. WELL NAME and NUMBER:  
**Windy Ridge Livsey 25-15**

9. API NUMBER:  
**4304740605**

10. FIELD AND POOL, OR WILDCAT  
**BLUEBELL**

11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:  
**SWSE 25 2S 1W U**

12. COUNTY  
**UINTAH**

13. STATE  
**UTAH**

1a. TYPE OF WELL: OIL WELL ☒ GAS WELL ☐ DRY ☐ OTHER \_\_\_\_\_

b. TYPE OF WORK: NEW WELL ☐ HORIZ. LATS. ☐ DEEP-EN ☐ RE-ENTRY ☐ DIFF. RESVR. ☒ OTHER \_\_\_\_\_

2. NAME OF OPERATOR:  
**BILL BARRETT CORPORATION**

3. ADDRESS OF OPERATOR: **1099 18TH ST STE 2300** CITY **DENVER** STATE **CO** ZIP **80202** PHONE NUMBER: **(303) 299-9949**

4. LOCATION OF WELL (FOOTAGES)  
AT SURFACE: **1129 FSL 1697 FEL**  
AT TOP PRODUCING INTERVAL REPORTED BELOW: **1129 FSL 1697 FEL**  
AT TOTAL DEPTH: **1129 FSL 1697 FEL**

14. DATE SPURRED: **12/14/2009** 15. DATE T.D. REACHED: **1/22/2010** 16. DATE COMPLETED: **7/18/2012** ABANDONED ☐ READY TO PRODUCE ☒

17. ELEVATIONS (DF, RKB, RT, GL): **5004 GR**

18. TOTAL DEPTH: MD **11,050** TVD **11,050** 19. PLUG BACK T.D.: MD **11,050** TVD **11,050** 20. IF MULTIPLE COMPLETIONS, HOW MANY? \*

21. DEPTH BRIDGE MD PLUG SET: TVD

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)

23. WAS WELL CORED? NO ☒ YES ☐ (Submit analysis)  
WAS DST RUN? NO ☒ YES ☐ (Submit report)  
DIRECTIONAL SURVEY? NO ☒ YES ☐ (Submit copy)

**24. CASING AND LINER RECORD (Report all strings set in well)**

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
12	9 5/8 J-55	36	0	2,121	0	G 530		0	
8.75	7 N-80	29	6,500	9,212	9,212	LT 785		0	
6.125	5 P110	18	8,990	11,050	11,048	Prem 120		820	

**25. TUBING RECORD**

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2 7/8	9,044							

26. PRODUCING INTERVALS					27. PERFORATION RECORD				
FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS	
(A) Lower GR	8,071	9,180			8,071 9,180		141	Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>
(B)								Open <input type="checkbox"/>	Squeezed <input type="checkbox"/>
(C)								Open <input type="checkbox"/>	Squeezed <input type="checkbox"/>
(D)								Open <input type="checkbox"/>	Squeezed <input type="checkbox"/>

**28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.**

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
8071' to 9180'	LOWER GREEN RIVER: SEE TREATMENT STAGES 1 - 3

29. ENCLOSED ATTACHMENTS: ☐ ELECTRICAL/MECHANICAL LOGS ☐ GEOLOGIC REPORT ☐ DST REPORT ☐ DIRECTIONAL SURVEY  
☐ SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION ☐ CORE ANALYSIS ☐ OTHER: \_\_\_\_\_

30. WELL STATUS:  
**POW**

**SEP 25 2012**

DIV. OF OIL, GAS & MINING

## 31. INITIAL PRODUCTION

## INTERVAL A (As shown in item #26)

DATE FIRST PRODUCED: 7/18/2012		TEST DATE: 7/19/2012		HOURS TESTED: 24		TEST PRODUCTION RATES: →	OIL – BBL: 136	GAS – MCF: 0	WATER – BBL: 503	PROD. METHOD: Flowing
CHOKE SIZE: 22/64	TBG. PRESS. 0	CSG. PRESS. 150	API GRAVITY	BTU – GAS	GAS/OIL RATIO 0	24 HR PRODUCTION RATES: →	OIL – BBL: 136	GAS – MCF: 0	WATER – BBL: 503	INTERVAL STATUS: Producing

## INTERVAL B (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

## INTERVAL C (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

## INTERVAL D (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

## 32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

## 33. SUMMARY OF POROUS ZONES (Include Aquifers):

Show all important zones of porosity and contents thereof. Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

## 34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
				GREEN RIVER	2,885
				MAHOGANY	6,502
				Tgr3 Marker	7,443
				HI Marker	7,647
				I Marker	8,004
				K Marker	8,284
				CP70 Correlation Pt	8,764

## 35. ADDITIONAL REMARKS (Include plugging procedure)

Treatment Data attached.

## 36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

NAME (PLEASE PRINT) Megan Finnegan

TITLE Permit Analyst

SIGNATURE

DATE 9/25/2012

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

\* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

\*\* ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining  
1594 West North Temple, Suite 1210  
Box 145801  
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

Fax: 801-359-3940

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SEP



**Windy Ridge Livsey 25-15 Report Continued\***

<b>44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)</b>			
<b>AMOUNT AND TYPE OF MATERIAL</b>			
<u><i>Stage</i></u>	<u><i>Bbls Slurry</i></u>	<u><i>lbs Common White 100 Mesh Sand</i></u>	<u><i>lbs 20/40 CRC Sand</i></u>
1	3,585	12,300	167,720
2	3,408	11,300	158,100
3	3,367	12,340	154,400

\*Depth intervals for frac information same as perforation record intervals.

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**SEP 25 2012**

**DIV. OF OIL, GAS & MINING**

**STATE OF UTAH**  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 6

C

**ENTITY ACTION FORM**

Operator: Bill Barrett Corporation  
Address: 1099 18th Street, Suite 2300  
city Denver  
state CO zip 80202

Operator Account Number: N 2165

Phone Number: (303) 312-8172

**Well 1**

API Number	Well Name	QQ	Sec	Twp	Rng	County
4301333982	Windy Ridge St 34-7	SWNE	34	2S	1W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date	Entity Assignment Effective Date		
C	17005	17005		7/13/12		
Comments: Lower Green River Recomplete GRRL 10/31/12						

**Well 2**

API Number	Well Name	QQ	Sec	Twp	Rng	County
4304740605	Windy Ridge Livsey 25-15	SWSE	25	2S	1W	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date	Entity Assignment Effective Date		
C	17441	17441		7/18/12		
Comments: Lower Green River Recomplete GRRL 10/31/12						

**Well 3**

API Number	Well Name	QQ	Sec	Twp	Rng	County
4304751806	FD 11-36-6-19	NESW	36	6S	19E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date	Entity Assignment Effective Date		
C	18343	18343	12/9/2011	3/5/12		
Comments: Lower Green River Recomplete GR-WS 10/31/12						

**ACTION CODES:**

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

Venessa Langmacher

Name (Please Print)

Venessa Langmacher

Signature

Sr Permit Analyst

10/31/2012

Title

Date

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**OCT 31 2012**

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		<b>FORM 9</b>
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		<b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> FEE
<b>1. TYPE OF WELL</b> Oil Well		<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b>
<b>2. NAME OF OPERATOR:</b> BILL BARRETT CORP		<b>7. UNIT or CA AGREEMENT NAME:</b>
<b>3. ADDRESS OF OPERATOR:</b> 1099 18th Street Ste 2300 , Denver, CO, 80202		<b>8. WELL NAME and NUMBER:</b> WINDY RIDGE-LIVSEY 25-15
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 1129 FSL 1697 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: SWSE Section: 25 Township: 02.0S Range: 01.0W Meridian: U		<b>9. API NUMBER:</b> 43047406050000
<b>PHONE NUMBER:</b> 303 312-8134 Ext		<b>9. FIELD and POOL or WILDCAT:</b> BLUEBELL
<b>COUNTY:</b> UINTAH		<b>STATE:</b> UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
<b>TYPE OF SUBMISSION</b>	<b>TYPE OF ACTION</b>	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 8/3/2012	<input type="checkbox"/> ALTER CASING	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	
	<input type="checkbox"/> CHANGE WELL STATUS	
	<input type="checkbox"/> CHANGE WELL TYPE	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	
	<input type="checkbox"/> DEEPEN	
	<input type="checkbox"/> FRACTURE TREAT	
	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	
	<input type="checkbox"/> PLUG AND ABANDON	
	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> PRODUCTION START OR RESUME	
	<input type="checkbox"/> RECLAMATION OF WELL SITE	
	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> VENT OR FLARE	
	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	
	<input type="checkbox"/> SI TA STATUS EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	
	<input checked="" type="checkbox"/> OTHER	
	OTHER: <span style="border: 1px solid black; padding: 2px;">producing from Green River</span>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.  BBC DRILLED THROUGH THE CIBP SET AT 8870' ON 8/3/2012 FOLLOWING THE COMPLETION OF THE GREEN RIVER AND RETURNED THE WELL TO PRODUCTION IN BOTH THE GREEN RIVER AND THE WASATCH.		
Accepted by the Utah Division of Oil, Gas and Mining <b>FOR RECORD ONLY</b> February 03, 2015		
<b>NAME (PLEASE PRINT)</b> Brady Riley	<b>PHONE NUMBER</b> 303 312-8115	<b>TITLE</b> Permit Analyst
<b>SIGNATURE</b> N/A	<b>DATE</b> 2/2/2015	

## Operator Change/Name Change Worksheet-for State use only

Effective Date: 12/1/2015

<b>FORMER OPERATOR:</b>	<b>NEW OPERATOR:</b>
BILL BARRETT CORPORATION 1099 18TH STREET DENVER CO 80202	AXIA ENERGY II, LLC 1430 LARIMER STREET, SUITE 400 DENVER CO 80202
CA Number(s): N/A	Unit(s): N/A

**WELL INFORMATION:**

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

**OPERATOR CHANGES DOCUMENTATION:**

1. Sundry or legal documentation was received from the **FORMER** operator on: 12/3/2015
2. Sundry or legal documentation was received from the **NEW** operator on: 12/3/2015
3. New operator Division of Corporations Business Number: 9410352-0161

**REVIEW:**

1. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: 12/3/2015
2. Receipt of Acceptance of Drilling Procedures for APD on: 12/3/2015
3. Reports current for Production/Disposition & Sundries: 12/7/2015
4. OPS/SI/TA well(s) reviewed for full cost bonding: N/A
5. UIC5 on all disposal/injection/storage well(s) approved on: N/A
6. Surface Facility(s) included in operator change: None
7. Inspections of PA state/fee well sites complete on (only upon operators request): N/A

**NEW OPERATOR BOND VERIFICATION:**

1. Federal well(s) covered by Bond Number: N/A
2. Indian well(s) covered by Bond Number: N/A
3. State/fee well(s) covered by Bond Number(s): LPM9046682a

**DATA ENTRY:**

1. Well(s) update in the **OGIS** on: 12/8/2015
2. Entity Number(s) updated in **OGIS** on: 12/8/2015
3. Unit(s) operator number update in **OGIS** on: N/A
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: 12/8/2015
6. Surface Facilities update in **RBDMS** on: N/A

**LEASE INTEREST OWNER NOTIFICATION:**

1. The **NEW** operator of the Fee (Mineral) wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 12/7/2015

**COMMENTS:**

From: Bill Barrett Corporation  
To: Axia Energy II, LLC  
Effective: December 1, 2015

Well Name	Section	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status
SA 12-23-22 SWD	23	020S	020W	4301351841		Fee	Fee	WD	APD
SA 5-27-22	27	020S	020W	4301351856		Fee	Fee	OW	APD
SA 15-27D-21	27	020S	010W	4301351987		Fee	Fee	OW	APD
SA 16-27D-23	27	020S	030W	4301352022		Fee	Fee	OW	APD
SA 5-29D-21	29	020S	010W	4301352027		Fee	Fee	OW	APD
SA 5-32D-22	32	020S	020W	4301352119		Fee	Fee	OW	APD
SA 14-26D-22	26	020S	020W	4301352183		Fee	Fee	OW	APD
SA 7-33-22	33	020S	020W	4301352204		Fee	Fee	OW	APD
SA 16-33-23	33	020S	030W	4301352323		Fee	Fee	OW	APD
SA 13-19D-21	19	020S	010W	4301352563		Fee	Fee	OW	APD
12-23-22 South Altamont	23	020S	020W	4301353292		Fee	Fee	OW	APD
SA 1-35D-21	35	020S	010W	4304754056		Fee	Fee	OW	APD
WINDY RIDGE ST 34-7	34	020S	010W	4301333982	17005	State	Fee	OW	P
KILLIAN 34-12	34	020S	020W	4301350407	19203	Fee	Fee	OW	P
10-22-22 SOUTH ALTAMONT	22	020S	020W	4301351053	18560	Fee	Fee	OW	P
13-22-22 SOUTH ALTAMONT	22	020S	020W	4301351160	18587	Fee	Fee	OW	P
3-30-21 SOUTH ALTAMONT	30	020S	010W	4301351586	19145	Fee	Fee	OW	P
SA 16-25-23	25	020S	030W	4301352028	19175	Fee	Fee	OW	P
WINDY RIDGE-LIVSEY 25-15	25	020S	010W	4304740605	17441	Fee	Fee	OW	P
WINDY RIDGE-COOK 25-5	25	020S	010W	4304751225	18749	Fee	Fee	OW	P

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: (see attached well list)
2. NAME OF OPERATOR: Axia Energy II, LLC		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
3. ADDRESS OF OPERATOR: 1430 Larimer Street, Suite 400 CITY Denver STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME:
PHONE NUMBER: (720) 746-5212		8. WELL NAME and NUMBER: (see attached well list)
4. LOCATION OF WELL FOOTAGES AT SURFACE: (see attached well list)		9. API NUMBER:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		10. FIELD AND POOL, OR WILDCAT:
		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 12/1/2015	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

AXIA ENERGY II, LLC IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE WELLS LISTED ON THE ATTACHED LIST HAVE BEEN SOLD TO AXIA ENERGY II, LLC BY BILL BARRETT CORPORATION EFFECTIVE 12/1/2015. PLEASE REFER ALL FUTURE CORRESPONDENCE TO THE ADDRESS BELOW.

Axia Energy II, LLC  
1430 Larimer Street, Suite 400  
Denver, CO 80202  
720-746-5212  
(STATE/FEE BOND # LPM9046682a)

BILL BARRETT CORPORATION

AXIA ENERGY II, LLC

Duane Zavadi NAME (PLEASE PRINT)  
Duane Zavadi SIGNATURE  
Senior Vice President -  
EH&S, Government and Regulatory Affairs

Jess Penio NAME (PLEASE PRINT)  
Jess Penio SIGNATURE  
Vice President -  
Drilling & Regulatory

NAME (PLEASE PRINT) Adam Sayers  
SIGNATURE Ad S

TITLE President  
DATE 11/23/15

(This space for State use only)

APPROVED

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DEC 03 2015

DEC 08 2015

DIV. OIL GAS & MINING

DIV. OF OIL, GAS & MINING

## UDOGM CHANGE OF OPERATOR WELL LIST

API Well Number	Well Name	Status	Qtr/Qtr	Section	Township-Range)
43-013-51841	SA 12-23-22 SWD	APD	NWSW	23	2S-2W
43-013-51856	SA 5-27-22	APD	SWNW	27	2S-2W
43-013-51987	SA 15-27D-21	APD	NWSE	27	2S-1W
43-013-52022	SA 16-27D-23	APD	SESE	27	2S-3W
43-013-52027	SA 5-29D-21	APD	SESW	29	2S-1W
43-013-52119	SA 5-32D-22	APD	SWNW	32	2S-2W
43-013-52183	SA 14-26D-22	APD	SESW	26	2S-2W
43-013-52204	SA 7-33-22	APD	SWNE	33	2S-2W
43-013-52323	SA 16-33-23	APD	SESE	33	2S-3W
43-013-52563	SA 13-19D-21	APD	SWSW	19	2S-1W
43-047-54056	SA 1-35D-21	APD	NENE	35	2S-1W
43-013-53292	12-23-22 SOUTH ALTAMONT	APD	NWSW	23	2S-2W
<del>43-013-53311</del>	13-30-21 SA	New Permit (Not yet approved or drilled)	SWSW	30	2S-1W
<del>43-013-53310</del>	10-32-22 SA	New Permit (Not yet approved or drilled)	NWSE	32	2S-2W
43-047-40605	WINDY RIDGE-LIVSEY 25-15	PR	SWSE	25	2S-1W
43-013-33982	WINDY RIDGE STATE 34-7	PR	SWNE	34	2S-1W
43-013-51053	10-22-22 SOUTH ALTAMONT	PR	NWSE	22	2S-2W
43-013-51160	13-22-22 SOUTH ALTAMONT	PR	SWSW	22	2S-2W
43-047-51225	WINDY RIDGE-COOK 25-5	PR	SWNW	25	2S-1W
43-013-50407	KILLIAN 34-12	PR	NWSW	34	2S-2W
43-013-52028	SA 16-25-23	PR	SESE	25	2S-3W
43-013-51586	3-30-21 SOUTH ALTAMONT	PR	NENW	30	2S-1W

Removed

**STATE OF UTAH**  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

**Request to Transfer Application or Permit to Drill**

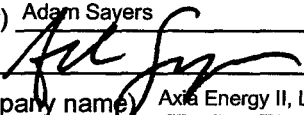
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

<b>Well name:</b>	(See attached list)
<b>API number:</b>	
<b>Location:</b>	Qtr-Qtr:      Section:      Township:      Range:
<b>Company that filed original application:</b>	Bill Barrett Corporation
<b>Date original permit was issued:</b>	
<b>Company that permit was issued to:</b>	Bill Barrett Corporation

Check one	Desired Action:
<input checked="" type="checkbox"/>	<b>Transfer pending (unapproved) Application for Permit to Drill to new operator</b>
<input type="checkbox"/>	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input type="checkbox"/>	<b>Transfer approved Application for Permit to Drill to new operator</b>
<input type="checkbox"/>	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> If so, has the surface agreement been updated?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Has the approved source of water for drilling changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is bonding still in place, which covers this proposed well? Bond No. <u>LPM9046682a</u>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Adam Sayers  
Signature   
Representing (company name) Axia Energy II, LLC

Title President  
Date 12/01/2015

**RECEIVED**

**DEC 03 2015**

**DIV. OF OIL, GAS & MINING**

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.



## APPROVED PERMITS TO TRANSFER

API Well Number	Well Name	Qtr/Qtr	Section	Township-Range)
43-013-51841-00-00	SA 12-23-22 SWD	NWSW	23	2S-2W
43-013-51856-00-00	SA 5-27-22	SWNW	27	2S-2W
43-013-51987-00-00	SA 15-27D-21	NWSE	27	2S-1W
43-013-52022-00-00	SA 16-27D-23	SESE	27	2S-3W
43-013-52027-00-00	SA 5-29D-21	SESW	29	2S-1W
43-013-52119-00-00	SA 5-32D-22	SWNW	32	2S-2W
43-013-52183-00-00	SA 14-26D-22	SESW	26	2S-2W
43-013-52204-00-00	SA 7-33-22	SWNE	33	2S-2W
43-013-52323-00-00	SA 16-33-23	SESE	33	2S-3W
43-013-52563-00-00	SA 13-19D-21	SWSW	19	2S-1W
43-047-54056-00-00	SA 1-35D-21	NENE	35	2S-1W
43-013-53292-00-00	12-23-22 SOUTH ALTAMONT	NWSW	23	2S-2W